

REG PTO-1595 (A1) N 3*+,
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S.P. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)
 Plasphalt Project Ltd. Co.

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: Plasphalt, LLC
 Internal Address: _____

 Street Address: 1014 "B" Broadway

 City: El Cajon
 State: California
 Country: U.S. Zip: 92021

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance/Execution Date(s):
 Execution Date(s) February 10, 2005

Assignment Merger
 Security Agreement Change of Name
 Joint Research Agreement
 Government Interest Assignment
 Executive Order 9424, Confirmatory License
 Other Affidavit; Articles

4. Application or patent number(s): This document is being filed together with a new application.

A. Patent Application No.(s) _____
 B. Patent No.(s) _____
5,702,199
6,000,877

Additional numbers attached? Yes No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Joseph R. Jordan, Esq.
 Internal Address: Wood Herron & Evans, L.L.P.

 Street Address: 441 Vine St., Suite 2700

 City: Cincinnati
 State: Ohio Zip: 45202
 Phone Number: 513-241-2324
 Fax Number: 513-241-6234
 Email Address: info@whepatent.com

6. Total number of applications and patents involved: 2

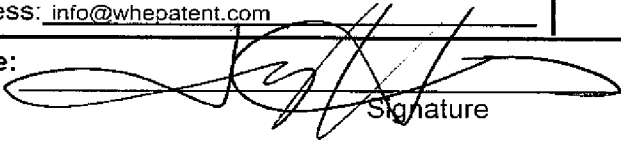
7. Total fee (37 CFR 1.21(h) & 3.41) \$ 80.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed
 None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number 23-3000
 Authorized User Name _____

9. Signature:  _____
 Signature _____ Date May 10, 2005
 Joseph R. Jordan
 Name of Person Signing _____

Total number of pages including cover sheet, attachments, and documents: 8

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

CH \$80.00 233000 5702199

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Corporation Department

1120 Paseo de Peralta/PO Box 1269
 Santa Fe, NM 87504-1269
 (505) 827-4508
 1-800-947-4722

February 14, 2005

Corporation Service Company
 c/o Robert G. Ptacek
 P.O. Box 9315
 Santa Fe, NM 87504-9315

RE: PLASPHALT PROJECT LTD. CO.
 NMPRC #1758127

This commission has approved and filed the Revocation of Articles of Dissolution for the above captioned limited liability company effective February 10, 2005. In accordance with section 53-19-41, NMSA 1978, the company may again carry on its business.

Your cancelled check, as validated by this commission, is your receipt. If you have any questions, please contact the Chartered Document Division at (505) 827-4511 for assistance.

Chartered Document Division
 RKL

**REVOCATION OF ARTICLES OF DISSOLUTION OF
PLASPHALT PROJECT LTD. CO.**

FILED IN OFFICE OF
NM PUBLIC REG. COMM.

FEB 10 2005

CORPORATION BUREAU

Pursuant to the New Mexico Limited Liability Company Act, PLASPHALT PROJECT LTD. CO. (the "Company") was organized as a New Mexico domestic limited liability company on November 1, 1995. The Company's NMPRC# is 1758127.

On July 18, 2003, Articles of Dissolution (the "Articles of Dissolution") were filed on behalf of the Company and accepted by the Office of the Public Regulation Commission. A copy of the filed Articles of Dissolution are attached hereto as Exhibit "A." However, because no event specified in the Company's Articles of Organization or operating agreement which would authorize dissolution had occurred and because written consent of members having a majority share of the voting power of all members had not been received, the Articles of Dissolution were not properly filed.

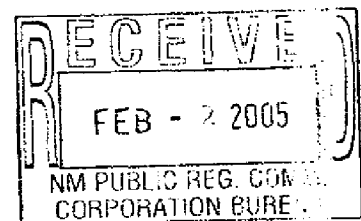
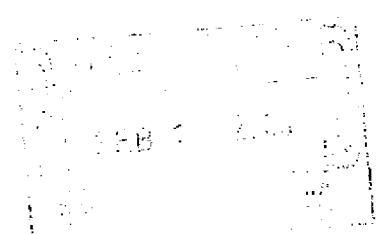
Pursuant to Section 53-19-41(D) of the New Mexico Statutes, the undersigned, representing the Manager of the Company, hereby revokes the Articles of Dissolution previously filed on behalf of the Company.

Dated this 27th day of January, 2005

PLASPHALT PROJECT, LTD. CO., a New Mexico limited liability company

By: Western Plasphalt Products, LLC, a California limited liability company, its Manager

By: 
Kenneth J. Discenza, Managing Member



NEW MEXICO PUBLIC REGULATION COMMISSION**COMMISSIONERS**

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**CORPORATION DEPARTMENT**

1120 Paseo de Peralta/P.O. Box 1269
Santa Fe, NM 87504-1269
(505) 827-4508
1-800-947-4722

FEBRUARY 14, 2005

CORPORATION SERVICE COMPANY
C/O ROBERT G. PTACEK
P.O. BOX 9315
SANTA FE , NM 87504-9315

RE: PLASPHALT, LLC
SCC#1758127

THIS COMMISSION APPROVED AND FILED THE RESTATED ARTICLES OF INCORPORATION (REFERENCE #3292075) FOR THE ABOVE CORPORATION EFFECTIVE FEBRUARY 10, 2005. THE ATTACHED RESTATED CERTIFICATE OF INCORPORATION SHOULD BECOME A PERMANENT DOCUMENT OF THE CORPORATION'S CORPORATE RECORDS.

THE ATTACHED CERTIFICATE DOES NOT CONSTITUTE AUTHORIZATION FOR THE ABOVE REFERENCED CORPORATION TO TRANSACT ANY BUSINESS WHICH REQUIRES COMPLIANCE WITH OTHER APPLICABLE FEDERAL OR STATE LAWS, INCLUDING, BUT NOT LIMITED TO, STATE LICENSING REQUIREMENTS. IT IS THE CORPORATION'S SOLE RESPONSIBILITY TO OBTAIN SUCH COMPLIANCE WITH ALL LEGAL REQUIREMENTS APPLICABLE THERETO PRIOR TO ENGAGING IN THE BUSINESS FOR WHICH IT HAS OBTAINED THE ATTACHED RESTATED CERTIFICATE OF INCORPORATION.

YOUR CANCELLED CHECK, AS VALIDATED BY THIS COMMISSION, IS YOUR RECEIPT. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE CHARTERED DOCUMENT DIVISION AT (505) 827-4511 FOR ASSISTANCE.

CHARTERED DOCUMENT DIVISION
RKL



OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF RESTATED ARTICLES OF ORGANIZATION

OF

PLASPHALT, LLC

3292075

The Public Regulation Commission certifies that the Restated Articles of Organization, duly signed and verified pursuant to the provisions of the


LIMITED LIABILITY COMPANY ACT
(53-19-1 TO 53-19-74 NMSA 1978)

have been received by it and are found to conform to law.

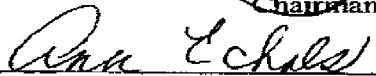
Accordingly, by virtue of the authority vested in it by law the Public Regulation Commission issues this Certificate of Restated Articles of Organization and attaches hereto a duplicate of the Restated Articles of Organization.

Dated: FEBRUARY 10, 2005

In testimony whereof, the Public Regulation of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to be affixed at the City of Santa Fe.



Chairman



Bureau Chief

FILED IN OFFICE OF
NM PUBLIC REG. COMM.

FEB 10 2005

**RESTATED ARTICLES OF ORGANIZATION
OF
PLASPHALT PROJECT LTD. CO.
a New Mexico limited liability company**

CORPORATION BUREAU

In compliance with the requirements of the New Mexico Limited Liability Company Act, the undersigned do hereby certify and adopt the following Articles of Organization for such limited liability company, which amend and restate all prior Articles of Organization of the Company in their entirety:

**ARTICLE I
NAME**

The name of the limited liability company is hereby amended to: "Plasphalt, LLC", a New Mexico limited liability company (the "Company").

**ARTICLE II
PURPOSE AND POWER**

The Company shall be formed for the purpose of development, testing, fabrication, improvement, manufacture, sale and license of a paving compound primarily composed of recycled plastic material and for any other lawful purpose authorized by the New Mexico Limited Liability Company Act.

**ARTICLE III
DURATION AND DISSOLUTION OF COMPANY**

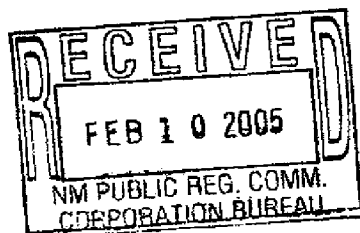
The Company's existence shall continue until dissolved in accordance with the New Mexico Limited Liability Company Act or pursuant to the Company's Operating Agreement, but in no event shall the dissolution of the Company occur later than December 31, 2033.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The New Mexico street address of the company's registered office is: 125 Lincoln Avenue, Suite 223, Santa Fe, New Mexico, 87501. The name of the initial registered agent at that address is: Corporation Service Company. The street address of the company's principal place of business is 1014 "B" Broadway, El Cajon, California 92021.

**ARTICLE V
MANAGEMENT OF THE COMPANY**

The Company will be managed by one or more managers who will have exclusive authority to manage the company.



**ARTICLE VI
AMENDMENTS**

These Articles may be amended in accordance with the laws of the State of New Mexico.

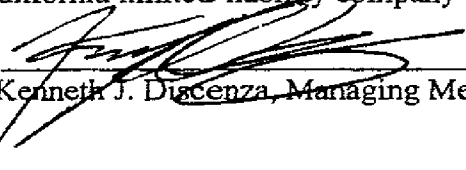
**ARTICLE VIII
LIMITED TRANSFERABILITY**

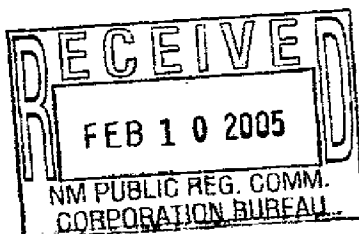
The shares of the Company may be transferred only in compliance with the provisions of the Company's Operating Agreement. All other transfers shall be void.

Dated: February 2, 2005

MEMBER:

WESTERN PLASPHALT PRODUCTS, LLC,
a California limited liability company

By: 
Kenneth J. Discenza, Managing Member



**AFFIDAVIT REGARDING
VOID ASSIGNMENT OF INVENTION
AND/OR PATENTS THEREON**

WHEREAS, on August 28, 2003, a document purporting to assign certain interests in U.S. Patents Nos. 5,702,199 and 6,000,877, both entitled "PLASTIC ASPHALT PAVING MATERIAL AND METHOD OF MAKING SAME", was recorded with the U.S. Patent and Trademark Office and recorded at Reel 013922, Frame 0310 to an entity designated as **Tetlecan International, Inc.** (a.k.a. Teltecan International, Inc.); and

WHEREAS the entire right, title and interest in and to above mentioned patents were, at the time of execution of said document, then owned by **Plasphalt Project Ltd. Co.**, a corporation under the laws of the State of New Mexico;

NOW, THEREFORE, Affiant, Dennis Egan, being duly cautioned and sworn, states:

1. That he was, at all times relevant to the above, an officer of **Plasphalt Project Ltd. Co.**, has knowledge of the facts stated herein and is duly authorized to make this affidavit by **Plasphalt Project Ltd. Co.**;
2. That at no time did **Plasphalt Project Ltd. Co.** authorize the transfer of any interest in U.S. Patents Nos. 5,702,199 and 6,000,877 to **Tetlecan International, Inc.** or authorize the execution of the document recorded with the U.S. Patent and Trademark Office at Reel 013922, Frame 0310;
3. That at all times relevant hereto, **Gary M. Fishback** had no authority to make any transfers or execute any documents on behalf of **Plasphalt Project Ltd. Co.**;
4. That neither **Tetlecan International, Inc.** nor **Gary Fishback** is a good faith purchaser for value from **Plasphalt Project Ltd. Co.** of any interest in U.S. Patents Nos. 5,702,199 and 6,000,877; and
5. That **Gary M. Fishback** had full knowledge of the facts set forth herein, and, according to affiant's knowledge and belief, was at all relevant times the sole principal of **Tetlecan International, Inc.**

WHEREFORE, The transfer of any interest from **Plasphalt Project Ltd. Co.** to **Tetlecan International, Inc.**, by the document recorded with the U.S. Patent and Trademark Office at Reel 013922, Frame 0310 or otherwise, is Null and Void, *ab initio*, and all right, title and interest to U.S. Patents Nos. 5,702,199 and 6,000,877 have been and are owned by **Plasphalt Project Ltd., Co.**

SIGNED this 10th day of January, 2004.

Dennis Egan
Affiant: Dennis Egan

STATE OF WV
COUNTY OF Pocahontas } ss:

On this 10th day of January, 2004, before me personally appeared **Dennis Egan**, to me known and known to me to be the individual aforesaid, who states that the facts stated herein are true to the best of his knowledge and belief.

Dennis Egan
Notary Public

