

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT						
NATURE OF CONVEYANCE:	MERGER						
EFFECTIVE DATE:	01/26/2004						
CONVEYING PARTY DATA							
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Austin Logistics Incorporated, a Texas corporation</td> <td>01/23/2004</td> </tr> </tbody> </table>		Name	Execution Date	Austin Logistics Incorporated, a Texas corporation	01/23/2004		
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Austin Logistics Incorporated, a Texas corporation	01/23/2004						
RECEIVING PARTY DATA							
Name:	Austin Logistics Incorporated, a Delaware corporation						
Street Address:	901 Mopac Expressway South						
Internal Address:	Barton Oaks Plaza IV, Suite 290						
City:	Austin						
State/Country:	TEXAS						
Postal Code:	78746						
PROPERTY NUMBERS Total: 2							
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Patent Number:</td> <td>6956941</td> </tr> <tr> <td>Patent Number:</td> <td>6859529</td> </tr> </tbody> </table>		Property Type	Number	Patent Number:	6956941	Patent Number:	6859529
Property Type	Number						
Patent Number:	6956941						
Patent Number:	6859529						
CORRESPONDENCE DATA							
Fax Number:	(512)853-8801						
Phone:	5128538800						
Email:	dddluca@intprop.com						
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>							
Correspondent Name:	Dawn DeLuca						
Address Line 1:	1120 South Capital of Texas Highway						
Address Line 2:	Building 2, Suite 300						
Address Line 4:	Austin, TEXAS 78746						
ATTORNEY DOCKET NUMBER:	6657-48100						
NAME OF SUBMITTER:	Dean M. Munyon						

PATENT

Total Attachments: 5

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Delaware

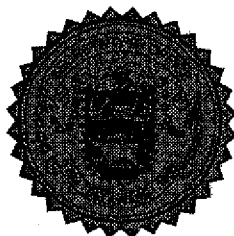
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AUSTIN LOGISTICS INCORPORATED", A TEXAS CORPORATION,
WITH AND INTO "AUSTIN LOGISTICS INCORPORATED" UNDER THE NAME OF "AUSTIN LOGISTICS INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2004, AT 11:38 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3751602 8100M

040052951

AUTHENTICATION: 2895361

DATE: 01-28-04

PATENT

REEL: 028056 FRAME: 0963

CERTIFICATE OF OWNERSHIP AND MERGER

OF

**AUSTIN LOGISTICS INCORPORATED,
a Texas corporation**

WITH AND INTO

**AUSTIN LOGISTICS INCORPORATED,
a Delaware corporation**

Pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "*DGCL*"), Austin Logistics Incorporated, a Delaware corporation (the "*Subsidiary Corporation*") does hereby certify:

- FIRST:** That the Subsidiary Corporation was incorporated on the 22nd day of January, 2004 pursuant to the DGCL, the provisions of which permit a merger of a parent corporation organized and existing under the laws of another state into a subsidiary corporation organized and existing under the laws of the State of Delaware.
- SECOND:** That Austin Logistics Incorporated, a Texas corporation (the "*Parent Corporation*"), owns 100% of the issued and outstanding shares of capital stock of the Subsidiary Corporation.
- THIRD:** At a special meeting on January 23, 2004, the Board of Directors of the Parent Corporation determined to merge itself with and into the Subsidiary Corporation by adopting and approving the resolutions set forth below:

WHEREAS, the management of the Parent Corporation has prepared an Agreement and Plan of Merger (the "*Merger Agreement*"), providing for, among other things, the merger of the Parent Corporation with and into the Subsidiary Corporation, to be effected in accordance with the provisions of the Texas Business Corporation Act and the DGCL (the "*Reincorporation*"); and

WHEREAS, it is the desire of the Board of Directors of the Parent Corporation to authorize the Reincorporation and the Merger Agreement;

RESOLVED, that it is hereby deemed advisable and in the best interests of the Parent Corporation and its shareholders that the Reincorporation be accomplished; and

RESOLVED, that this Board of Directors hereby adopts and approves the form, terms and provisions of the Merger Agreement in substantially the form attached hereto as

AUS01:335410.5

Exhibit B, including the manner and basis of converting each share of Common Stock of the Parent Corporation into 100 shares of Common Stock or Non-Voting Common Stock of the Subsidiary Corporation; and

RESOLVED, that (i) the Merger Agreement shall be submitted to a vote of the shareholders of the Parent Corporation for adoption and approval and (ii) this Board of Directors recommends that the Merger Agreement be approved by the shareholders of the Parent Corporation; and

RESOLVED, that, subject to the adoption and approval of the Merger Agreement by the shareholders of the Parent Corporation, the appropriate officers of the Parent Corporation be and each of them hereby is authorized and empowered, for and on behalf of the Parent Corporation, to execute, acknowledge and deliver the Merger Agreement with such additions, deletions and changes thereto as such officer shall approve, such officer's execution and delivery thereof to be conclusive evidence of such approval and the approval of this Board of Directors; and

RESOLVED, that, subject to the adoption and approval of the Merger Agreement by the shareholders of the Parent Corporation, the appropriate officers of the Parent Corporation be and each of them hereby is authorized and empowered, for and on behalf of the Parent Corporation, to execute, acknowledge, deliver and file the Articles of Merger and the Certificate of Ownership and Merger with the Secretary of State of the States of Texas and Delaware, respectively.

FOURTH: That the Merger Agreement has been approved, adopted, certified, executed and acknowledged by the Parent Corporation in accordance with the laws under which it is organized.

FIFTH: The merger shall become effective the date this Certificate of Ownership and Merger is filed with the Delaware Secretary of State.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Ownership and Merger to be executed as of January 23, 2004.

AUSTIN LOGISTICS INCORPORATED,
a Texas corporation

By: 

Name: Daniel N. Duncan

Title: President/CEO

AUS01335410.4

* State of Delaware
Secretary of State
Division of Corporations
Delivered 11:38 AM 01/27/2004
FILED 11:38 AM 01/26/2004
SRV 040052951 - 3751602 FILE

STATE OF DELAWARE

**WAIVER OF REQUIREMENT
FOR AFFIDAVIT OF EXTRAORDINARY CONDITION**

It appears to the Secretary of State that an earlier effort to deliver this instrument and tender such taxes and fees was made in good faith on the file date stamped hereto. The Secretary of State has determined that an extraordinary condition (as reflected in the records of the Secretary of State) existed at such date and time and that such earlier effort was unsuccessful as a result of the existence of such extraordinary condition, and that such actual delivery and tender were made within a reasonable period (not to exceed two business days) after the cessation of such extraordinary condition. The Secretary of State hereby waives the requirement for an affidavit of extraordinary condition and establishes such date and time as the filing date of such instrument.

Harriet Smith Windsor
Harriet Smith Windsor
Secretary of State