

02-21-2001

FORM PTO-1595

1-31-92

S&H 9/92

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101618421

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): UNX.COM, LLC
- | | | | |
|-------------------------------------|------------------------------------|--------------------------|---------------------|
| <input type="checkbox"/> | Individual(s) | <input type="checkbox"/> | General Partnership |
| <input type="checkbox"/> | Corporation-State | <input type="checkbox"/> | Association |
| <input type="checkbox"/> | Limited Partnership | <input type="checkbox"/> | Other |
| <input checked="" type="checkbox"/> | Limited Liability Company (Nevada) | | |

RT
2-14-01

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies):
UNX.COM INC., 2675 South Jones, Las Vegas, Nevada 89146

- | | | | |
|-------------------------------------|----------------------------|--------------------------|---------------------|
| <input type="checkbox"/> | Individual(s) citizenship | <input type="checkbox"/> | General Partnership |
| <input checked="" type="checkbox"/> | Corporation-State - Nevada | <input type="checkbox"/> | Association |
| <input type="checkbox"/> | Limited Partnership | <input type="checkbox"/> | Other |

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment) Additional names and addresses attached? Yes No

3. Nature of conveyance:
- | | | | |
|--------------------------|--------------------|-------------------------------------|----------------|
| <input type="checkbox"/> | Assignment | <input checked="" type="checkbox"/> | Merger |
| <input type="checkbox"/> | Security Agreement | <input type="checkbox"/> | Change of Name |
| <input type="checkbox"/> | Other: _____ | | |

Execution Date(s): March 3, 2000

4. Application number(s) or registration number(s):
- A. Trademark Application No.(s): 75/579,930; 75/579,929; 78/001,363; 78/001,234; 78/001,232
- B. Trademark Registration No.(s): ~~2,376,059~~
- C. Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
STAAS & HALSEY Our Docket: 1497.0004/WFH
Attention: William F. Herbert
700 Eleventh Street, N.W.
Suite 500
Washington, D.C. 20001

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41)..... \$165.00

- | | |
|--------------------------|--|
| <input type="checkbox"/> | Enclosed |
| <input type="checkbox"/> | Authorized to be charged to deposit account. |

8. Deposit Account No.: 19-3935 (Any underpayment is authorized to be charged to this Deposit Account)
(Attach duplicate copy of this page if paying by deposit account.)

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William F. Herbert, Registration. No. 31,024
Name of Person Signing

Signature

2/14/01
Date

Total number of pages comprising cover sheet: 5

DO NOT USE THIS SPACE

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FORM PTO-1595
1-31-92
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R SHEET U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
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To the Honorable Commissioner of Patents and Trademarks
thereof. and the attached original documents or copy

1. Name of conveying party(ies): UNX.COM, LLC
- Individual(s)
 - Corporation-State
 - Limited Partnership
 - Limited Liability Company (Nevada)
- General Partnership
 Association
 Other



Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies): UNX.COM, INC.
- Individual(s) citizenship
 - Corporation-State - Delaware
 - Limited Partnership
- General Partnership
 Association
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designation must be a separate document from Assignment)

Additional names and addresses attached? Yes No

3. Nature of conveyance:
- Assignment
 - Security Agreement
 - Other: _____
 - Merger
 - Change of Name

Execution Date(s): March 3, 2000

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William F. Herbert, Registration. No. 31,024
Name of Person Signing

[Signature] Signature 10/25/00 Date

Total number of pages comprising cover sheet: 1

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01 FC:481
02 FC:482

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125.00 DP

DO NOT USE THIS SPACE

TRADEMARK
REEL: 002237 FRAME: 0920

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"UNX.COM, LLC", A NEVADA LIMITED LIABILITY COMPANY, WITH AND INTO "UNX.COM, INC." UNDER THE NAME OF "UNX.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MARCH, A.D. 2000, AT 1 O'CLOCK P.M.

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



3173836 8100M

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0294640

DATE: 03-03-00

TRADEMARK
REEL: 002237 FRAME: 0921

**CERTIFICATE OF MERGER OF
UNX.COM, LLC
INTO
UNX.COM, INC.**

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
UNX.com, Inc.	Delaware
UNX.com, LLC	Nevada

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 264 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is UNX.com, Inc.

FOURTH: That the Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of UNX.com, Inc.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 2675 South Jones, Las Vegas, Nevada 89146.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective upon filing with the Secretary of State of the State of Delaware.

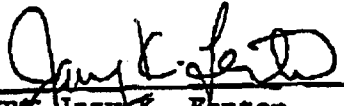
Dated: March 3, 2000

UNX.COM, INC.
a Delaware Corporation



By: Oscar Olmedo
Its: President

Attest:

By: 
Name: Jacy K. Fenton
Title: Legal Assistant

DOCSC49235.1