

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Crescent Resources, Inc.		12/19/2000	CORPORATION: SOUTH CAROLINA

RECEIVING PARTY DATA	
Name:	Crescent Resources of Georgia, Inc.
Street Address:	2675 Sugarloaf Club Drive
City:	Duluth
State/Country:	GEORGIA
Postal Code:	30097
Entity Type:	CORPORATION: GEORGIA

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	2125650	SUGARLOAF
Registration Number:	2177971	CSC

CORRESPONDENCE DATA	
Fax Number:	(404)365-9532
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	404 233 7000
Email:	trademark@mmmlaw.com
Correspondent Name:	John R. Harris
Address Line 1:	3343 Peachtree Road NE
Address Line 2:	1600 Atlanta Financial Center
Address Line 4:	Atlanta, GEORGIA 30326

ATTORNEY DOCKET NUMBER:	5293-17574 5293-17575
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NAME OF SUBMITTER:	John R. Harris
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Total Attachments: 2
 source=1 certificate of merger#page1.tif

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**TRADEMARK
 REEL: 002768 FRAME: 0693**

OP \$65.00 2125650

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 010020951
CONTROL NUMBER : 0054779
EFFECTIVE DATE : 12/31/2000
REFERENCE : 0091
PRINT DATE : 01/02/2001
FORM NUMBER : 411

CT CORPORATION SYSTEM
PATTIE HARDY
1201 PEACHTREE STREET, NE
ATLANTA GA 30361

CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

CRESCENT RESOURCES OF GEORGIA, INC., A GEORGIA CORPORATION

Nonsurviving Entity/Entities:

CRESCENT RESOURCES, INC., A SOUTH CAROLINA CORPORATION



Cathy Cox
CATHY COX
SECRETARY OF STATE

State of Georgia
Secretary of State

ARTICLES OF MERGER
FOREIGN AND DOMESTIC CORPORATION

Pursuant to Sections 14-2-1107 and 14-2-1105 of the Code of Georgia, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between a domestic business corporation and one or more foreign business corporations.

1. The name of the surviving corporation is Crescent Resources of Georgia, Inc., a corporation organized under the laws of Georgia, the name of the merged corporation is Crescent Resources, Inc., a corporation organized under the laws of South Carolina.
2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
3. With respect to the surviving corporation (check either a or b, as applicable):
 a. Shareholder approval was not required for the merger.
 b. Shareholder approval was required for the merger and the plan of merger was approved by the shareholders as required by Georgia law.
4. With respect to the merged corporation (check either a or b, as applicable):
 a. Shareholder approval was not required for the merger.
 b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Georgia law.
5. The merger is permitted by the law of the state or country of incorporation or organization of each foreign entity which is a party.
6. Each foreign entity which is a party has complied or shall comply with the applicable laws of its state or country of incorporation or organization.
7. These articles will be effective 11:04 p.m Eastern standard time on December 31, 2000.
8. This is the 19th day of December, 2000.

Crescent Resources, Inc.
 Name of Corporation

 Signature

Robert S. Lilien / Chairman - CEO
 Type or Print Name and Title