

06-03-1998



100753449  
RECORDATION FORM SHEET  
TRADEMARKS ONLY

MRD 5-22-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)  
Document ID # 100 665 702

Correction of PTO Error  
Reel # [ ] Frame # [ ]

Corrective Document  
Reel # [ ] Frame # [ ]

Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger  
Effective Date  
Month Day Year [ ]

Change of Name

Other [ ]

Conveying Party

Mark if additional names of conveying parties attached

Name HOME SAFETY EQUIPMENT, INC. Execution Date 02/18/94  
Month Day Year

Formerly [ ]

Individual  General Partnership  Limited Partnership  Corporation  Association

Other [ ]

Citizenship/State of Incorporation/Organization [ ]

Receiving Party

Mark if additional names of receiving parties attached

Name DISCOUNT LABELS, INC.

DBA/AK/A/T/A [ ]

Composed of [ ]

Address (line 1) Post Office Box 709

Address (line 2) 4115 Profit Court

Address (line 3) New Albany Indiana 47151-0709  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other [ ]

Citizenship/State of Incorporation/Organization [ ]

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Previously paid

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Laura D. Robertson

*Laura D. Robertson*

5/19/98

Name of Person Signing

Signature

Date Signed

03-18-1998

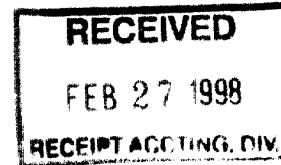


100665702

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HEET

TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
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Reel #  Frame #

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  Effective Date  
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

03/13/1998 TTON11 00000056 1434953  
01 FC:481 40.00 DP  
02 FC:482 25.00 DP

FOR OFFICE USE ONLY

FORM PTO-1618B  
Expires 06/30/98  
OMB 0551-0027

Page 2

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,434,953"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,388,679"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Laura D. Robertson

*Laura D. Robertson*

*2/24/98*

Name of Person Signing

Signature

Date Signed

ARTICLES OF INCORPORATION

Prescribed by the Secretary of State of Indiana

Use White Paper—Size 8x10½ Inches

Filing Requirements—Present 3 Executed Copies to Secretary of State

Recording Requirements—Record 1 of such 3 Executed Copies, as Approved and Returned by Secretary of State, with Recorder of County where Principal Office is Located.

APPROVED  
AND  
FILED  
APR 20 1964

*Charles O Hendrick*  
SECRETARY OF STATE OF INDIANA

ARTICLES OF INCORPORATION

OF

HOME SAFETY EQUIPMENT CO., INC.

The undersigned incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of The Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is Home Safety Equipment Co., Inc.

ARTICLE II

Purposes

The purposes for which the Corporation is formed are:

1. To sell at wholesale and retail fire alarms and fire alarm mechanisms, fire extinguishers of all types, gas masks, inhalators, and oxygen and air-breathing apparatus, electrical and mechanical safety warning devices of all types, fire and emergency warning signs and notices, fire and emergency telephone stickers, and safety equipment and materials of every type and nature.
2. To deal in personal property. To acquire (by purchase, exchange, lease, hire or otherwise), hold, mortgage, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, commodities and other personal

TRADEMARK

REEL: 1739 FRAME: 0447

property of every kind, character and description whatsoever and wheresoever situated, and any interest therein.

3. To deal in real property. To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, improve, manage, operate, lease as lessee, let as lessor, sell, convey or mortgage, either alone or in conjunction with others, real estate of every kind, character and description whatsoever and wheresoever situated, and any interest therein.
4. To act as agent. To act in any state in which the Corporation is qualified to do business, as agent or representative for any individual, association, corporation, or legal entity, respecting business which the Corporation is authorized to transact.
5. To make contracts. To enter into, make, perform and carry out, or cancel and rescind, contracts for any lawful purposes pertaining to its business.
6. To raise funds. To borrow or raise moneys for any of the purposes of the Corporation and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof, and the interest thereon, by mortgage on, or pledge, conveyance, or assignment in trust of, the whole, or any part, of the assets of the Corporation, real, personal, or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such securities or other obligations of the Corporation for its corporate purposes.
7. To deal in its own securities. To acquire (by purchase, exchange, lease, hire or otherwise), hold, sell, transfer, reissue, or cancel the shares of its own capital stock, or any securities or other obligations of the Corporation, in the manner and to the extent now or hereafter permitted by the laws of Indiana, except that the Corporation shall not use its funds or other assets for the purchase of its own shares of stock when such use would cause any impairment of the capital of the Corporation, and except that shares of its own capital stock beneficially owned by the Corporation shall not be voted directly or indirectly.
8. To deal in securities generally. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other individuals, or domestic or foreign corporations, associations or partnerships, for whatever purpose or purposes formed or operating, or direct or indirect obligations of the United States or of any government, state, territory, governmental district or municipality or of any instrumentality thereof.
9. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith, which is not forbidden by the laws of the State of Indiana or the provisions hereof.

TRADEMARK  
REEL: 1739, FRAME: 0448

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ARTICLE III

Term of Existence

The period during which the Corporation shall continue is perpetual

ARTICLE IV

Principal Office and Resident Agent

The post-office address of the principal office of the Corporation is 5206 Bridgeview Drive; and the name and post-office address of its Resident Agent in charge of such office is William Frederick Conway, 5206 Bridgeview Drive, Evansville, Indiana.

ARTICLE V

Amount of Capital Stock

The total number of shares into which the authorized capital stock of the Corporation is divided is 1000 shares consisting of ~~shares with the par value of \$XXXXXXXX per share, and~~ 1000 shares without par value.

ARTICLE VI

Terms of Capital Stock

The 1000 shares of authorized capital stock shall be of one class and shall be known as common stock.

ARTICLE VII

Voting Rights of Capital Stock

Each share of capital stock shall be entitled to one (1) vote.

ARTICLE VIII

Paid-in Capital

The amount of paid-in capital, with which the Corporation is beginning business, is \$ One Thousand Dollars (\$1000.00)

ARTICLE IX

Data Respecting Directors

Section 1. Number. Directors of the Corporation shall number not less than three (3) nor more than five (5), as specified from time to time by the By-Laws. In the event the By-Laws fail to specify, the number shall be three (3).

Section 2. Qualifications. Directors need not be shareholders of the Corporation. A majority of the Directors at any time shall be citizens of the United States.

ARTICLE X

Further Data Respecting Directors

Section 1. Names and Post-Office Addresses. The names and post-office addresses of the first Board of Directors of the Corporation are as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>
William Frederick Conway	5206 Bridgeview Drive,	Evansville,		Indiana
Betty A. Conway	5206 Bridgeview Drive,	Evansville,		Indiana
Edwin W. Johnson	2204 W. Franklin St.	Evansville,		Indiana

Section 2. Citizenship. All of such Directors are citizens of the United States.



ARTICLE XI

Data Respecting Incorporators

Section 1. Names and Post-Office Addresses. The names and post-office addresses of the incorporators of the Corporation are as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>
William Frederick Conway	5206 Bridgeview Drive	Evansville,		Indiana
Betty A. Conway	5206 Bridgeview Drive	Evansville,		Indiana
Edwin W. Johnson	2204 W. Franklin St.	Evansville,		Indiana

Section 2. Age and Citizenship. All of such incorporators are of lawful age; and all of such incorporators are citizens of the United States.

Section 3. Compliance with Provisions of Sections 15 and 16 of the Act. The undersigned incorporators hereby certify that the person or persons intending to form the Corporation first caused lists for subscriptions to the shares of the capital stock of the Corporation to be opened at such time and place as he or they determined; when such subscriptions had been obtained in an amount not less than \$1,000, such person or persons, or a majority of them, called a meeting of such subscribers for the purpose of designating the incorporators and of electing the first Board of Directors; the incorporators so designated are those named in Section 1 of this Article; and the Directors so elected are those named in Section 1 of Article X.

ARTICLE XII

Provisions for Regulation of Business and Conduct  
of Affairs of Corporation

The officers of the Corporation shall be a President, a Vice-President, a Secretary, and a Treasurer. Any two offices may be held by one person, except those of President and Secretary.

The Board of Directors shall adopt a set of By-Laws for the regulation of the business of the Corporation, and such By-Laws may be changed by the Board of Directors at any regular or special meeting.

5

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article XI, execute these Articles of Incorporation and certify to the truth of the facts herein stated, this 17th day of April, 1964.

William Frederick Conway  
(Written Signature)

William Frederick Conway  
(Printed Signature)

Betty A. Conway  
(Written Signature)

Betty A. Conway  
(Printed Signature)

Edwin W. Johnson  
(Written Signature)

Edwin W. Johnson  
(Printed Signature)

STATE OF INDIANA }  
COUNTY OF Vanderburgh } ss:

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Indiana, certify that William Frederick Conway, Betty A. Conway and Edwin W. Johnson, being all of the incorporators referred to in Article XI of the foregoing Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

WITNESS my hand and Notarial Seal this 17th day of April, 1964.

Violet S. McKenzie  
(Written Signature)

Violet S. McKenzie  
(Printed Signature)

Notary Public

My commission expires  
December 6, 1965

This instrument was prepared by Edwin W. Johnson, Attorney

6

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

MICROFILMED

JUN 18 1979

CERTIFICATE OF AMENDMENT

OF

442-068 04

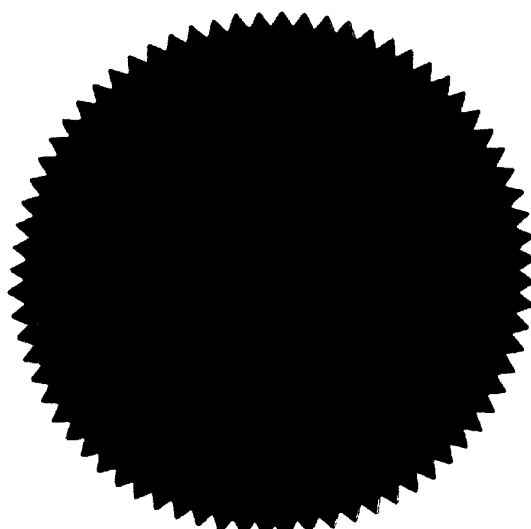
HOME SAFETY EQUIPMENT COMPANY, INC

I, EDWIN J SIMCOX Secretary of the State of Indiana, hereby certify that Articles of Amendment for the above Corporation have been filed in the form prescribed by my office, prepared and signed in duplicate in accordance with "An Act concerning domestic and foreign corporations for profit, providing penalties for the violation hereof, and repealing all laws or parts of laws in conflict herewith," approved March 16, 1929, and Acts supplemental thereto.

The Articles amended are as follows, to wit: The exact text of Articles V and VI and VII are amended

NOW, THEREFORE, upon due examination, I find that the Articles of Amendment conform to law, and have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that the remaining copy of such Articles bearing the endorsement of my approval and filing has been returned by me to the Corporation.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this 16th day of April 19 79.



Secretary of State

By Deputy

NOTE: This form may now also be used for amending pursuant to the Medical Professional Corporation Act, the Dental Professional Corporation Act, and the Professional Corporation Act of 1965, as well as the General Corporation Act. If the corporation was formed pursuant to the authority of one of these statutes *other* than the General Corporation Act, so indicate in the preamble below by striking the references to the three inappropriate statutes. Professional Accounting Corporations are considered to be formed pursuant to the authority of the *Indiana General Corporation Act*, but subject to the provisions of IC 23-1-13.5, and appropriate statutory reference should be made in the preamble or Article I below.

Corporate Form No. 102 (Jan. 1977)—Page One

ARTICLES OF AMENDMENT (Amending Individual Articles Only)

Prescribed by Larry A. Conrad, Secretary of State of Indiana

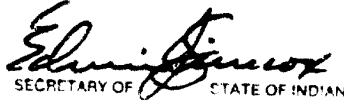
Use Size 8½ x 11 White Paper for Inserts

Filing Requirements—Present 2 originally signed and fully executed copies to Secretary of State, Room 155, State House, Indianapolis 46204

Recording Requirements—Recording of Articles of Amendment in the Office of the County Recorder is generally no longer required by the Indiana General Corporation Act. However, if the name of the corporation is changed by this amendment, a certified copy of the Certificate of Amendment must be filed with the Recorder of every county in which the corporation owns real estate.

APPROVED  
AND  
FILED

APR 16 1979

  
SECRETARY OF STATE OF INDIANA

**ARTICLES OF AMENDMENT**  
**OF THE**  
**ARTICLES OF INCORPORATION**  
**OF**

HOME SAFETY EQUIPMENT COMPANY, INC.

The undersigned officers of Home Safety Equipment Company, Inc. (hereinafter referred to as the "Corporation") existing pursuant to the provisions of the Indiana General Corporation Act (Medical Professional Corporation Act/Dental Professional Corporation Act/Professional Corporation Act of 1965), as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:

**ARTICLE I**  
**Text of the Amendment**

The exact text of Article(s) V and VI and VII of the Articles of Incorporation of the Corporation, as amended (hereinafter referred to as the "Amendments"), now is as follows: (see attached)

ARTICLE V

Amount of Capital Stock

The total number of shares into which the authorized capital stock of the corporation is divided in 1100 shares, consisting of 1000 shares without par value, and of 100 shares with a par value of \$100.00 per share.

ARTICLE VI

Terms of Capital Stock

The 1000 shares of authorized capital stock shall be known as common stock.

The 100 shares of additional authorized capital stock shall be known as 6%, non cumulative, non voting preferred stock.

ARTICLE VII

Voting Rights of Capital Stock

Each share of common stock shall be entitled to one (1) vote. Shares of preferred stock shall not be entitled to vote.

## ARTICLE II Manner of Adoption and Vote

Section 1. Action by Directors (select appropriate paragraph).

~~(a) The Board of Directors of the Corporation, at a meeting thereof, duly called, constituted and held on \_\_\_\_\_, 19\_\_\_\_, at which a quorum of such Board of Directors was present, duly adopted a resolution proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments that the provisions and terms of Article \_\_\_\_\_ of its Articles of Incorporation be amended so as to read as set forth in the Amendments; and called a meeting of such shareholders, to be held \_\_\_\_\_, 19\_\_\_\_, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.~~

(b) By written consent executed on March 27th, 1979, signed by all of the members of the Board of Directors of the Corporation, a resolution was adopted proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments, that the provisions and terms of Articles of its Articles of Incorporation be amended so as to read as set forth in the Amendments, and a meeting of such shareholders was called to be held March 27th, 1979, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.

Section 2. Action by Shareholders (select appropriate paragraph).

~~(a) The Shareholders of the Corporation entitled to vote in respect of the Amendments, at a meeting thereof, duly called, constituted and held on \_\_\_\_\_, 19\_\_\_\_, at which \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
present in person or by proxy, adopted the Amendments.~~

The holders of the following classes of shares were entitled to vote as a class in respect of the Amendments:

- (1)
- (2)
- (3)

The number of shares entitled to vote in respect of the Amendments, the number of shares voted in favor of the adoption of the Amendments, and the number of shares voted against such adoption are as follows:

	<u>Total</u>	<u>Shares Entitled to Vote as a Class</u> <u>(as listed immediately above)</u>		
		(1)	(2)	(3)
Shares entitled to vote:	_____	_____	_____	_____
Shares voted in favor:	_____	_____	_____	_____
Shares voted against:	_____	_____	_____	_____

(b) By written consent executed on March 27th, 1979, signed by the holders of 1000 shares of the Corporation, being all of the shares of the Corporation entitled to vote in respect of the Amendments, the Shareholders adopted the Amendments.

Section 3. Compliance with Legal Requirements.

The manner of the adoption of the Amendments, and the vote by which they were adopted, constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

**ARTICLE III**  
**Statement of Changes Made With Respect to Any Increase**  
**In The Number of Shares Heretofore Authorized**

Aggregate Number of Shares Previously Authorized	<u>1000</u>	
Increase	<u>100</u>	{indicate "0" or "N/A" if no increase }

Aggregate Number of Shares  
 To Be Authorized After Effect of This Amendment \_\_\_\_\_  
 1000 shares common stock  
 100 shares of 6%, non cumulative, non voting stock

IN WITNESS WHEREOF, the undersigned officers execute these Articles of Amendment of the Articles of Incorporation of the Corporation, and certify to the truth of the facts herein stated, this 27th day of March, 1979.

*William Frederick Conway*  
(Written Signature)

William Frederick Conway

(Printed Signature)

*Betty A. Conway*  
(Written Signature)

Betty A. Conway

(Printed Signature)

President of  
Home Safety Equipment Company, Inc.  
(Name of Corporation)

Secretary of  
Home Safety Equipment Company, Inc.  
(Name of Corporation)

STATE OF INDIANA }  
COUNTY OF Floyd } SS:

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Indiana, certify that William Frederick Conway, the President, and Betty A. Conway, the Secretary of Home Safety Equipment Co. Inc. the officers executing the foregoing Articles of Amendment of the Articles of Incorporation, personally appeared before me, acknowledged the execution thereof, and swore to the truth of the facts therein stated.

Witness my hand and Notarial Seal this 27th day of March, 1979.

*Rose M. Wathen*  
(Written Signature)

Rose M. Wathen  
(Printed Signature)

My Commission Expires:

2-4-83

Notary Public

This instrument was prepared by Edwin W. Johnson, Attorney at Law,  
(Name)  
2230 W. Franklin Street, Evansville, IN 47712  
(Number and Street or Building) (City) (State) (Zip Code)



194412-068

**ARTICLES OF MERGER OF  
HOME SAFETY EQUIPMENT CO., INC.  
AND  
HSE ACQUISITION CORPORATION**

APPROVED  
FILED  
IND. SECRETARY OF STATE

I

The Plan of Merger attached hereto as Exhibit A and incorporated by reference herein was duly approved by the Board of Directors of HSE Acquisition Corporation, an Indiana corporation.

II

The name of the surviving corporation is Home Safety Equipment Co., Inc.  
194412-068

III

The Plan of Merger did not require approval by the shareholders of Home Safety Equipment Co, Inc. or HSE Acquisition Corporation.  
1993081132

IV

Pursuant to the Plan of Merger, the merger of Home Safety Equipment Co., Inc. and HSE Acquisition Corporation, shall be effective as of the date of filing these Articles of Merger by the Secretary of State of Indiana.

HOME SAFETY EQUIPMENT CO.,  
INC.

By:

Allen A. Gandy, Jr.  
President

RECEIVED  
93 SEP 30 PM 4:46  
INDIAN SECRETARY OF STATE

93 SEP 3 4:10:28

251790

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE

ARTICLES OF AMENDMENT

To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me at this office, Articles of Amendment for:

**HOME SAFETY EQUIPMENT CO INC**

and said Articles of Amendment have been prepared and signed in accordance with the provisions of the

Indiana Business Corporation Law,

as amended.

The name of the corporation is amended as follows:

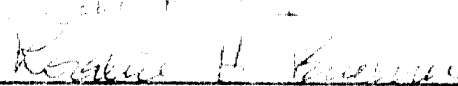
**DISCOUNT LABELS, INC.**

NOW, THEREFORE, I, JOSEPH H. HOGSETT, Secretary of State of Indiana, hereby certify that I have this day filed said articles in this office.

The effective date of these Articles of Amendment is February 18, 1994.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Eighteenth day of February, 1994

  
\_\_\_\_\_  
JOSEPH H. HOGSETT, Secretary of State

By   
\_\_\_\_\_  
Deputy



**ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION**

State Form 38333 (R 3 / 1-88)

"Approved by State Board of Accounts, (Revised) 1988"

**INSTRUCTIONS:** Use 8 1/2 x 11 inch white paper for inserts. Filing requirements - Present original and one copy to address in upper right corner of this form.

Provided by EVAN BAYH

Secretary of State  
Room 155 State House  
Indianapolis, Indiana 46204  
(317) 232-6576  
Indiana Code 23-1-38-1 et seq.  
FILING FEE \$30.00

1 94412-068

<b>ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF:</b>	
HOME SAFETY EQUIPMENT CO., INC.	
The undersigned officers of	<b>APPROVED AND FILED IND. SECRETARY OF STATE</b>
Home Safety Equipment Co., Inc.	
(hereinafter referred to as the "Corporation") existing pursuant to the provisions of:	
(Indicate appropriate act)	
<input checked="" type="checkbox"/> Indiana Business Corporation Law <input type="checkbox"/> Indiana Professional Corporation Act of 1983	
as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:	
<b>ARTICLE I Amendment(s)</b>	
SECTION 1 The date of incorporation of the corporation is:	<del>April 20, 1964</del> April 20, 1964
SECTION 2 The name of the corporation following this amendment to the Articles of Incorporation is:	Discount Labels, Inc.
SECTION 3	
The exact text to Article(s) <u>I</u> of the Articles of Incorporation is now as follows:	
I	
The name of the Corporation is Discount Labels, Inc.	

TRADEMARK

REEL: 1739 FRAME: 0461

**ARTICLE II Manner of Adoption and Vote**

**SECTION 1 Action by Directors:**

The Board of Directors of the Corporation duly adopted a resolution proposing to amend the terms and provisions of

Article(s) I of the Articles of Incorporation :

directing a meeting of the Shareholders, to be held on February 7, 1994 , allow such Shareholders to vote on the proposed amendment.

The resolution was adopted by: (Select appropriate paragraph)

~~(a) Vote of the Board of Directors at a meeting held on \_\_\_\_\_, 1994, at which a quorum of such Board was present.~~

(b) Written consent executed on February 7, 1994, and signed by all members of the Board of Directors.

**SECTION 2 Action by Shareholders:**

The Shareholders of the Corporation entitled to vote in respect of the Articles of Amendment adopted the proposed amendment. The amendment was adopted by: (Select appropriate paragraph)

~~(a) Vote of such Shareholders at the meeting called by the Board of Directors. The result of such vote is as follows:~~


	TOTAL
SHAREHOLDERS ENTITLED TO VOTE:	4
SHAREHOLDERS VOTED IN FAVOR:	4
SHAREHOLDERS VOTED AGAINST:	0

(b) Written consent executed on February 7 1994, and signed by all such Shareholders.

**SECTION 3 Compliance with Legal Requirements.**

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify subject to the penalties of perjury that the statements contained are true this 7th day of February 1994

Current Officer's Signature 	Officer's Name Printed Allen C. Conway
Officer's Title President	

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE

CHARLES O. HENDRICKS, Secretary of State

CERTIFICATE OF INCORPORATION

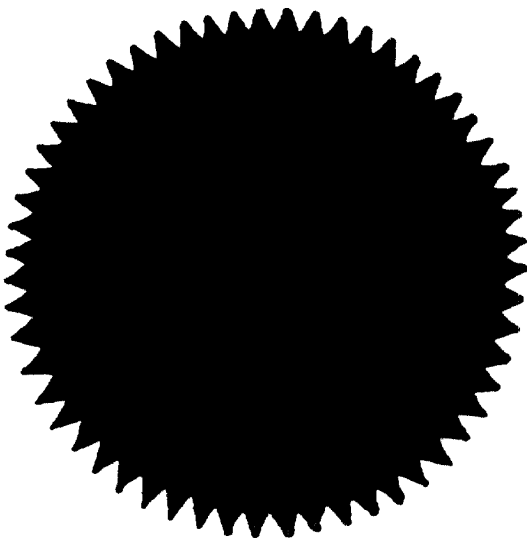
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OF

HOME SAFETY EQUIPMENT CO., INC.

I, Charles O. Hendricks, Secretary of State of the State of Indiana, hereby certify that Articles of Incorporation of the above Corporation, in the form prescribed by my office, prepared and signed in triplicate by all of the incorporators and acknowledged and verified by at least three of them before a Notary Public, have been presented to me at my office accompanied by the fees prescribed by law; that I have found such Articles conform to law; that I have endorsed my approval upon the triplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that two copies of such Articles bearing the endorsement of my approval and filing have been returned by me to the incorporators or their representatives; all as prescribed by the provisions of the Indiana General Corporation Act, as amended.

Wherefore, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this 20th day of

April, 1964

CHARLES O. HENDRICKS, Secretary of State

By \_\_\_\_\_ Deputy

Exhibit "A"

PLAN OF MERGER  
OF HSE ACQUISITION CORPORATION  
WITH AND INTO  
HOME SAFETY EQUIPMENT CO., INC.

I.

The names of the corporations that are merging are HSE Acquisition Corporation, an Indiana corporation ("HSE"), and Home Safety Equipment Co., Inc., an Indiana corporation ("Home Safety"). Home Safety will be the surviving corporation.

II.

HSE has authorized capital stock consisting of 1,000 shares of common stock, no par value ("HSE Stock"), of which 1,000 shares are issued and outstanding. Home Safety has authorized capital stock consisting of 1,000 shares of common stock, no par value ("Home Safety Stock"), of which 1000 shares are issued and outstanding. HSE is the owner of 100% of the issued and outstanding Home Safety Stock.

III.

The effective date of the merger shall be the date of filing the articles of merger with the Secretary of State of Indiana.

IV.

Upon the effective date, each share of HSE Stock issued and outstanding immediately prior to the effective date shall, by virtue of the merger and without any action on the part of the holder thereof, be converted into the right to receive 1 share of Home Safety Stock. Upon the effective date, each share of Home Safety Stock issued and outstanding immediately prior to the merger shall, by virtue of the Merger and without any action on the part of the holder thereof, be cancelled.

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TRADEMARK