

07-01-1998



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MLP
7-1-98

RECORDATION FORM COVER SHEET 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 # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
12311996
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name FORMATION TECHNOLOGIES, INC Execution Date
Month Day Year
12231996

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name JOHN H HARLAND COMPANY

DBA/AK/A/T/A _____

Composed of _____

Address (line 1) 2939 Miller Road

Address (line 2) _____

Address (line 3) Decatur GA 30035
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Georgia

07/01/1998 T10011 00000174 1736221

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 450.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 1747 FRAME: 0437

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1736221"/>	<input type="text" value="1738972"/>	<input type="text" value="1748219"/>
<input type="text" value="1791325"/>	<input type="text" value="1794113"/>	<input type="text" value="1822401"/>
<input type="text" value="1832527"/>	<input type="text" value="1832528"/>	<input type="text" value="1837544"/>

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.

Mark J Kolber

6/16/98

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party

Enter Additional 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

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

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 the Assignment.)

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)

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1843938	1848115	1868835
1890865	1901507	1902129
1919342	1937022	1973849
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Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 970030121
CONTROL NUMBER: 8408225
EFFECTIVE DATE: 12/31/1996
REFERENCE : 0091
PRINT DATE : 01/03/1997
FORM NUMBER : 411

C T CORPORATION SYSTEM
JOYCE H. BOOTH
1201 PEACHTREE STREET, N.E.
ATLANTA, GA 30303

CERTIFICATE OF MERGER

I, the Secretary of State of the State of 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 said filing.

Surviving Entity:
JOHN H. HARLAND COMPANY, A GEORGIA CORPORATION

Nonsurviving Entity/Entities:
MARKETING PROFILES, INC., A FLORIDA CORPORATION
FORMATION TECHNOLOGIES, INC., A GEORGIA CORPORATION
P P, INC., AN INDIANA CORPORATION



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

TRADEMARK
REEL: 1747 FRAME: 0440

ARTICLES OF MERGER
OF
MARKETING PROFILES, INC.;
FORMATION TECHNOLOGIES, INC.;
AND
P P, INC.
WITH AND INTO
JOHN H. HARLAND COMPANY

The undersigned corporation, organized and existing under and by virtue of the Georgia Business Corporation Code,

DOES HEREBY CERTIFY:


1. That the Plan of Merger pursuant to which Marketing Profiles, Inc., a Florida corporation ("MPI"); FormAtion Technologies, Inc., a Georgia corporation ("FTI"); and P P, Inc., an Indiana corporation ("PP"), are being merged with and into John H. Harland Company, a Georgia corporation ("Harland"), (the "Merger") is attached hereto as Exhibit A and is incorporated herein by this reference.
2. That the Merger shall become effective as of the close of business on December 31, 1996.
3. That the laws of the States of Florida and Indiana permit such a merger under substantially the same terms as § 1107 of the Georgia Business Corporation Code, O.C.G.A. § 14-2-1107.
4. That Harland owns all of the shares of capital stock of MPI, FTI, and PP (the "Subsidiaries").
5. That the Merger was approved as of December 17, 1996, by the directors of Harland by unanimous written consent filed with the minutes of the Board.
6. That, pursuant to § 1104 of the Georgia Business Corporation Code, O.C.G.A. § 14-2-1104; § 607.1104 of the Florida Business Corporation Act; and IC 23-1-40-4 of the Indiana Business Corporation Law, shareholder approval of the Merger was not required.
7. That Harland, as the sole shareholder of the Subsidiaries, does hereby waive the requirement that it be mailed a copy of the Plan of Merger.
8. That Harland appoints the Secretary of State of Florida as its agent for service of process on a proceeding in Florida to enforce any obligation or rights of dissenting shareholders of MPI.

9. That Harland appoints the Secretary of State of Indiana as its agent for service of process on a proceeding in Indiana to enforce any obligation or rights of dissenting shareholders of PP.

10. That Harland certifies that a Notice of Merger and a publishing fee of \$40.00 have been mailed or delivered to an authorized newspaper as required by law.

IN WITNESS WHEREOF, John H. Harland Company has caused these Articles of Merger to be signed by Robert R. Woodson, its Chairman, this 23rd day of December, 1996.

JOHN H. HARLAND COMPANY

By: 
Robert R. Woodson
Chairman



SECRETARY OF STATE

Dec 31 1 22 PM '96

BSR (1)

SECRETARY OF STATE
Dec 23 1 21 PM '96
BSR (1)

PLAN OF MERGER
OF
MARKETING PROFILES, INC.;
FORMATION TECHNOLOGIES, INC.;
AND
P P, INC.
WITH AND INTO
JOHN H. HARLAND COMPANY

1. Merger.

a. Marketing Profiles, Inc., a Florida corporation ("MPI"), shall be merged with and into John H. Harland Company, a Georgia corporation ("Harland").

b. FormAtion Technologies, Inc., a Georgia corporation ("FTI"), shall be merged with and into Harland.

c. P P, Inc., an Indiana corporation ("PP"), shall be merged with and into Harland.

2. Surviving Corporation. MPI, FTI, and PP, shall be merged (the "Merger") with and into Harland at the Effective Time (as hereinafter defined) in accordance with the Georgia Business Corporation Code, the Florida Business Corporation Act, and the Indiana Business Corporation Law, the provisions of each of which permit the merger of a corporation of another state with a corporation organized and existing under the laws of said state. At the Effective Time, the separate existence of each of MPI, FTI, and PP shall cease, and Harland shall be the surviving entity ("Surviving Corporation").

3. Articles of Incorporation. The Articles of Incorporation of Harland in effect immediately prior to the Effective Time shall remain unchanged and become the Articles of Incorporation of Surviving Corporation.

4. Bylaws. The Bylaws of Harland in effect immediately prior to the Effective Time shall remain unchanged and become the Bylaws of Surviving Corporation after the Merger until amended or repealed in the manner provided by such Bylaws.

5. Officers and Directors. The officers and directors of Harland immediately prior to the Effective Time shall continue to be the officers and directors of Surviving Corporation after the Merger, holding such positions in accordance with the Articles of Incorporation and Bylaws of Surviving Corporation.

6. Manner and Basis of Converting Shares.

a. Capital Stock of MPI. As of the Effective Time, by virtue of the Merger and without any action on the part of any holder of any share of capital stock of MPI, each share of MPI capital stock outstanding as of the Effective Time shall be canceled, and no cash, security, or other consideration of any kind shall be issued or paid for such capital stock.

b. Capital Stock of FTI. As of the Effective Time, by virtue of the Merger and without any action on the part of any holder of any share of capital stock of FTI, each share of FTI capital stock outstanding as of the Effective Time shall be canceled, and no cash, security, or other consideration of any kind shall be issued or paid for such capital stock.

c. Capital Stock of PP. As of the Effective Time, by virtue of the Merger and without any action on the part of any holder of any share of capital stock of PP, each share of PP capital stock outstanding as of the Effective Time shall be canceled, and no cash, security, or other consideration of any kind shall be issued or paid for such capital stock.

d. Capital Stock of Harland. Each share of capital stock of Harland that is issued and outstanding immediately before the Effective Time shall remain outstanding and unchanged as a result of the Merger.

7. Effective Time of Merger. The Merger shall become effective as of the time specified in the Articles of Merger (the "Effective Time").

8. Rights of Dissenting Shareholders of MPI. Pursuant to § 607.1104(1)(b)(4) of the Florida Business Corporation Act, any shareholder of MPI who dissents from the Merger may be entitled, if such shareholder complies with the provisions of the Florida Business Corporation Act, to be paid the fair market value of such shareholder's shares.