

Tab settings



100754796

attached original documents or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies): WRD  
6-22-98  
 Omega Corrugated, Inc.,  
 a California corporation  
 4900 Ondura Drive  
 Fredericksburg, Virginia 22407-8773

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State California  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
 Name: Tuftex Corporation  
 Internal Address: \_\_\_\_\_  
 Street Address: 4900 Ondura Drive  
 City: Fredericksburg State: VA ZIP: 22407-8773

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Virginia  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: January 29, 1995

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,772,979

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: R. Webb Moore, Esquire  
 Internal Address: \_\_\_\_\_  
Hirschler, Fleischer, Weinberg,  
Cox & Allen  
 Street Address: P.O. Box 500  
 City: Richmond State: VA ZIP: 23218-0500

6. Total number of applications and registrations involved: -1-

7. Total fee (37 CFR 3.41):..... \$ 40.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

R. Webb Moore, Esquire

R. Webb Moore

6/16/98

name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: -10-

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

06/30/1998 DNGUYEN 00000273 1772979

01 FD:481

40.00 DP

Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

**ARTICLES OF MERGER OF**

**OMEGA CORRUGATED, INC.**  
(a California corporation)

**AND**

**TUFTEX CORPORATION**  
(a Virginia corporation)

*dam*  
*dam*

---

Pursuant to Section 722 of Title 13.1, Chapter 9, Article 12 of the Code of Virginia, as amended, the undersigned corporations hereby execute the following articles of merger (the "Articles of Merger") and set forth the following:

**ONE**

Attached hereto as Exhibit A and incorporated herein by reference is the Plan of Merger by which Omega Corrugated, Inc., a California corporation ("Omega Corrugated"), shall be merged with and into Tufftex Corporation, a Virginia corporation ("Tufftex"), which shall be the surviving corporation (the "Plan of Merger"). The name of the surviving corporation shall be Tufftex Corporation, a Virginia corporation.

**TWO**

The directors of Tufftex have approved the Plan of Merger by signing a consent in writing, setting forth a resolution approving the Plan of Merger and directing that a copy of the Plan of Merger be submitted to the sole shareholder of Tufftex with the request that he approve the same.

The directors of Omega Corrugated have approved the Plan of Merger by signing a consent in writing, setting forth a resolution approving the Plan of Merger and directing that a copy of the Plan of Merger be submitted to the sole shareholder of Omega Corrugated with the request that he approve the same.

**THREE**

The sole shareholder of Omega Corrugated has adopted the Plan of Merger by signing a consent in writing, approving and authorizing the Plan of Merger.

The sole shareholder of Tuflex has adopted the Plan of Merger by signing a consent in writing, approving and authorizing the Plan of Merger.

**FOUR**

This merger is permitted by the laws of the Commonwealth of Virginia and the State of California and all conditions of the laws of each of these states with respect to this merger have been satisfied.

**FIVE**

The Articles of Merger shall become effective in both Virginia and California upon the issuance by the State Corporation Commission of the Commonwealth of Virginia of a Certificate of Merger.

The undersigned, who is the president of Omega Corrugated, Inc., a California corporation, and of Tuflex Corporation, a Virginia corporation, declares that the facts herein stated are true as of January 11, 1955.

**TUFLEX CORPORATION,**  
a Virginia corporation

By:

  
John D. Adair, Jr.  
President

**OMEGA CORRUGATED, INC.,**  
a California corporation

By:

  
John D. Adair  
President

L-12143/0000/ARTMERC126

**This PLAN OF MERGER is dated January 9, 1995, between TUFTEX CORPORATION, a Virginia corporation ("Tuftex"), and OMEGA CORRUGATED, INC., a California corporation ("Omega Corrugated").**

---

**Tuftex is a corporation duly organized and validly existing under the laws of the Commonwealth of Virginia. Its authorized capital stock consists of 5,000 shares of Common Stock, with a par value of One Dollar (\$1.00) per share, 800 of which have been issued and are outstanding as of the date hereof.**

**Omega Corrugated is a corporation duly organized and validly existing under the laws of the State of California. Its authorized capital stock consists of 1,000 shares of Common Stock, no par value, 800 of which have been issued and are outstanding as of the date hereof.**

**Tuftex and Omega Corrugated desire that Omega Corrugated be merged with and into Tuftex in a transaction intended to qualify as a tax-free reorganization under Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended.**

---

**ARTICLE I**

Omega Corrugated shall be merged with and into Tuflex which shall be the surviving corporation ("Surviving Corporation"), in accordance with the applicable provisions of the Virginia Stock Corporation Act and the California Corporations Code. After the merger the Surviving Corporation will be a Virginia corporation and the name of the corporation shall be Tuflex Corporation. The merger shall become effective upon the issuance by the State Corporation Commission of the Commonwealth of Virginia of a certificate of merger and upon the filing with the Secretary of State of the State of California of the articles of merger (such time being called the "Effective Date of the Merger").

**ARTICLE II**

- (1) The Articles of Incorporation of the Surviving Corporation shall be the Articles of Incorporation of Tuflex existing on the date hereof.
- (2) The Bylaws of the Surviving Corporation shall be the Bylaws of Tuflex existing on the date hereof.
- (3) The officers and directors of the Surviving Corporation who shall hold office from the Effective Date of the Merger until their respective successors shall be duly elected and take office in accordance with the Bylaws

of the Surviving Corporation shall be the officers and directors of Tuftex on the Effective Date of the Merger.

### **ARTICLE III**

On the Effective Date of the Merger, the shares of Common Stock, no par value, of Omega Corrugated issued and outstanding on such date shall be converted into an equal number of shares of Common Stock, One Dollar (\$1.00) par value per share, of the Surviving Corporation. Each share of Common Stock, One Dollar (\$1.00) par value per share, of Tuftex issued and outstanding on the Effective Date of the Merger shall continue to equal one share of Common Stock, One Dollar (\$1.00) par value per share, of the Surviving Corporation.

### **ARTICLE IV**

After the Effective Date of the Merger, the holders of the certificates representing the issued and outstanding shares of the capital stock of Omega Corrugated (the "Omega Certificates") shall surrender the certificates evidencing the Omega Certificates to the Surviving Corporation, and shall be entitled to receive in exchange therefor certificates representing the number of shares of the Common Stock of the Surviving Corporation into which the shares represented by the Omega Certificates shall have been converted pursuant to Article III, without further action by the Surviving Corporation. Until surrendered, the

Omega Certificates shall be deemed for all corporate purposes to evidence ownership of the number of shares of the Common Stock of the Surviving Corporation into which the shares represented by such Omega Certificates shall have been converted pursuant to Article III.

#### **ARTICLE V**

After the approval of this Plan of Merger by the directors of each of Omega Corrugated and Tuftex, a copy of this Plan of Merger shall be duly submitted to the sole shareholder of each such corporation with the request that each such shareholder vote to approve and adopt this Plan of Merger in accordance with the provisions of the Virginia Stock Corporation Act and the California Corporations Code. Upon approval of this Plan of Merger by the sole shareholder of Omega Corrugated and Tuftex, Articles of Merger duly executed by the President of each such corporation shall be delivered to the State Corporation Commission of the Commonwealth of Virginia and to the Secretary of State of the State of California.

#### **ARTICLE VI**

If the merger shall become effective, the Surviving Corporation shall assume and pay all expenses in connection therewith not previously paid by the other corporation which is a party to this Plan of Merger. If the merger shall not become effective, each corporation which is a party to this Plan of

Merger shall pay all expenses incurred by it in connection with proceedings taken with respect to this Plan of Merger and the action completed hereunder.

**ARTICLE VII**

The Articles of Merger filed in Virginia and California shall contain (1) a statement that the merger is permitted by the laws of the state or country of incorporation of each foreign corporation which is a party and (2) a statement that each foreign corporation which is a party has complied or shall comply with the applicable laws of the state or country regarding such merger.

L:\187\43859\F042185



0439407 - 8

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

January 26, 1995

The State Corporation Commission finds the accompanying articles submitted on behalf of

TUFTEX CORPORATION

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

Omega Corrugated, Inc.

is merged into TUFTEX CORPORATION, which continues to exist under the laws of VIRGINIA with the name TUFTEX CORPORATION. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on January 26, 1995.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT  
CIS20436  
95-01-19-0146

# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the  
Commission:

the foregoing is a true copy of the ARTICLES OF MERGER of TUFTEX  
CORPORATION issued January 29, 1995.

Nothing more is hereby certified.



Signed and Sealed at Richmond  
on this Date: February 26, 1996

*William J. Bridge*

William J. Bridge, Clerk of the Commission

CIS20508

RECORDED: 06/22/1998

TRADEMARK  
REEL: 1747 FRAME: 0501