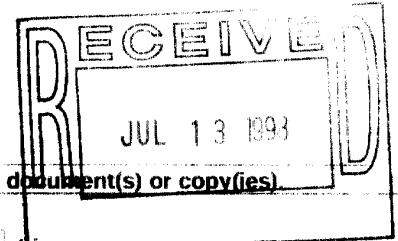


07-15-1998



100764537

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MRD 7-13-98

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 # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
05301996

Conveying Party

Mark if additional names of conveying parties attached

Name: OKRA MARKETING CORPORATION Execution Date: 05301996
Month Day Year

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Florida

Receiving Party

Mark if additional names of receiving parties attached

Name: MARKETING PROFILES, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1): 2939 Miller Road

Address (line 2) _____

Address (line 3): _____ SA _____ Zip Code 30555

- Individual General Partnership Limited Partnership Association

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Florida

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.)

07/14/1998 TTON11 00000214 1803400

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
75.00 OP

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. 20530

REEL: 1754 FRAME: 0166

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

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

90 00.00
40 00.00

6/29/98

18A:37 10
38A:37 50

Name of Person Signing

Signature

Date Signed

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on May 31, 1996, as shown by the records of this office.

The document number of the surviving corporation is H28161.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
First day of June, 1998



CR2EO22 (2-95)



Sandra B. Northam
Secretary of State

TRADEMARK

REEL: 1754 FRAME: 0168

H20161

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

OKRA MARKETING CORPORATION, a Florida corporation P8300000663

INTO

MARKETING PROFILES, INC., a Florida corporation, H25151

File date: May 31, 1998

Corporate Specialist: Annette Hogan

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

TRADEMARK

REEL: 1754 FRAME: 0169

ARTICLES OF MERGER
OF
OKRA MARKETING CORPORATION
WITH AND INTO
MARKETING PROFILES, INC.

FILED
96 MAY 31 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporations, organized and existing under and by virtue of the Florida Business Corporation Act, DO HEREBY CERTIFY:

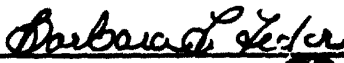

1. That the Plan of Merger pursuant to which OKRA Marketing Corporation, a Florida corporation, is being merged with and into Marketing Profiles, Inc., a Florida corporation (the "Merger"), is attached hereto as Exhibit A and is incorporated herein by this reference.
2. That the Merger shall be effective at the time and on the date these Articles of Merger are filed with the Florida Department of State.
3. That the Merger was approved by the directors of Marketing Profiles, Inc. on May 17, 1996, and by the directors of OKRA Marketing Corporation on May 30, 1996.
4. That the Merger was adopted by unanimous written consent of the shareholders of OKRA Marketing Corporation, effective as of May 30, 1996.

MARKETING PROFILES, INC.

By: 
Robert J. Amman
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of May, 1996, by Robert J. Amman, as President of Marketing Profiles, Inc., a Florida corporation, on behalf of the Corporation. He is personally known to me.


NOTARY PUBLIC
Print, Type or Stamp County and State
Name of Notary Public:  BARBARA L. FEDON
MY COMMISSION EXPIRES ON APRIL 30, 1998
ISSUED FROM THE FLORIDA DEPARTMENT OF STATE

OKRA MARKETING CORPORATION

By: *John P. Kelly*
John P. Kelly
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of May, 1996, by John P. Kelly, as President of OKRA Marketing Corporation, a Florida corporation, on behalf of the Corporation. He is personally known to me.

Barbara J. Zecker

NOTARY PUBLIC

Print, Type or Stamp Commission

Name of Notary Public:



BARBARA J. ZEKER
BY COMMISSION # 000000000000
April 22, 1998
NOTARY PUBLIC STATE OF FLORIDA, INC.

TRADEMARK

REEL: 1754 FRAME: 0171

PLAN OF MERGER
OF
OKRA MARKETING CORPORATION
WITH AND INTO
MARKETING PROFILES, INC.

1. Merger. OKRA Marketing Corporation, a Florida corporation ("OKRA"), shall be merged with and into Marketing Profiles, Inc., a Florida corporation ("MPI") which is a wholly owned subsidiary of John H. Harland Company ("Harland").

2. Surviving Corporation. OKRA shall be merged (the "Merger") with and into MPI at the Effective Time (as hereinafter defined) in accordance with the Florida Business Corporation Act (the "FBCA"). At the Effective Time, the separate existence of OKRA shall cease and MPI shall be the surviving entity ("Surviving Corporation").

3. Articles of Incorporation. The Articles of Incorporation of MPI 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 MPI 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 MPI 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 OKRA. As of the Effective Time, by virtue of the Merger and without any action on the part of any holder thereof:

(i) Subject to the terms and conditions of the Acquisition and Merger Agreement by and among Harland, MPI, OKRA, John P. Kelly and Robert S. Orf (the "Merger Agreement"), each share of common stock of OKRA issued and outstanding immediately prior to the Effective Time shall be converted into the right to receive the sum of \$9.268 (the "Closing Purchase Price").

(ii) In addition, the 75,000 shares of Series A Voting Convertible Preferred Stock issued and outstanding immediately prior to the Effective Time shall be

redeemed by OKRA for \$7,500,000 together with payment of accrued dividends of \$2,500,000 which will result in an aggregate amount of \$10,000,000.

(iii) Any holder of shares of OKRA common stock who complies with the provisions of the FBCA, as made applicable to the Merger by Section 607.1320 of the FBCA, does not vote for or consent to the Merger and delivers to OKRA, within twenty days of having received notice that the OKRA shareholders have authorized the Merger, such dissenting holder's share certificate or certificates and notice of election to dissent, shall be entitled to receive the fair value of such shares in cash as determined pursuant to Section 607.1302 of the FBCA; provided, however, that no such payment shall be made to any dissenting shareholder unless and until such dissenting shareholder has surrendered to OKRA the certificate or certificates representing the shares of OKRA common stock for which payment is to be made.

b. Transfer After Effective Time. No common stock of OKRA shall be transferred after the Effective Time but shall, pursuant to the Merger Agreement, be exchanged for the Closing Purchase Price.

c. Common Stock of MPI. Each issued and outstanding share of common stock of MPI shall remain outstanding after the Effective Time and shall continue to be held by Harland.

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

TRADEMARK