

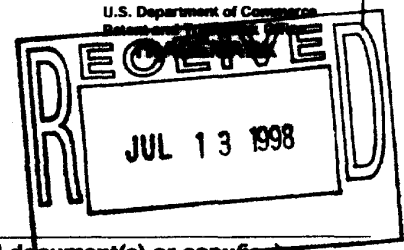
FORM PTO-1618A
Expires 08/30/99
OMB 0651-0027

07-15-1998



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U.S. Department of Commerce
Patent and Trademark Office



**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** Effective Date
Month Day Year
- ☐ **Change of Name**
- ☐ **Other**

Conveying Party

☐ Mark if additional names of conveying parties attached

Name

Execution Date
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

AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- ☐ **Individual** ☐ **General Partnership** ☐ **Limited Partnership** ☒ **Corporation** ☐ **Association**
- ☐ **Other**

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.)

☒ **Citizenship/State of Incorporation/Organization**

07/14/1998 TTR11 00000215 1002400

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75-411
75-412

46.00 SP
75.00 SP

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Mail documents to be recorded with required cover sheet(s) information to:
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REEL: 1759 FRAME: 0191

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)

<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"/>

Registration Number(s)

<input type="text" value="1803400"/>	<input type="text" value="1807243"/>	<input type="text" value="1871857"/>
<input type="text" value="1891987"/>	<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.

Mark J Kolber

Name of Person Signing



Signature

6/29/98

Date Signed

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

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*
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.