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Tab self. 07-20-1998

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Printronix, Inc. (a California corporation)

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

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

3. Nature of conveyance:

MRD 7-20-98

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 7, 1986

2. Name and address of receiving party(ies):

Name: Printronix Inc., (a Delaware corporation)

Internal Address: _____

Street Address: 17500 Cartwright Road

City: Irvine, State: CA ZIP: 92623

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,105,983

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: George F. Bethel

Internal Address: BEEHLER & BETHEL

Street Address: Suite 230

180 Newport Center Drive

City: Newport Beach, State: CA ZIP: 92660

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:

02-2180

(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.

George F. Bethel
Name of Person Signing

George F. Bethel
Signature

July 17, 1998
Date

Total number of pages comprising cover sheet: 14

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State of Delaware



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF PRINTRONIX, INC. FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 1986, AT 9 O'CLOCK A.M.

| | | | | | | | | |



686274017

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 10962169

DATE: 10/02/1986

CERTIFICATE OF INCORPORATION
OF
PRINTRONIX, INC.

ARTICLE 1 - NAME

The name of this Corporation is Printronix, Inc.

ARTICLE 2 - REGISTERED OFFICE AND AGENT

The name and address of the registered office of the Corporation in the State of Delaware is the United States Corporation Company, 229 South State Street, Dover, County of Kent, Delaware. The name of the Corporation's registered agent at that address is the United States Corporation Company.

ARTICLE 3 - PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, as amended from time to time.

ARTICLE 4 - AUTHORIZED CAPITAL

The total number of shares of capital stock which this Corporation has the authority to issue is 12,000,000. All such shares are of one class and are Common Stock, \$0.01 par value per share.

ARTICLE 5 - INCORPORATOR

The name and mailing address of the Incorporator of the Corporation are as follows:

Susan J. Glass
c/o Printronix, Inc.
17500 Cartwright Road, C-5
Irvine, California 92714

ARTICLE 6 - NUMBER AND ELECTION OF DIRECTORS

(a) The Board of Directors shall consist of not less than 5 nor more than 9 members. The exact number of authorized directors shall initially be 7 and, thereafter, shall be fixed from time to time, within the foregoing limits, in a By-law or amendment thereto duly adopted by the Board of Directors or the stockholders. The limits specified above may be changed, or a definite number fixed without provision for a variable number, only by an amendment to this Certificate of Incorporation.

(b) At all elections of directors of the Corporation, subject to the requirements of the next sentence, each holder of Common Stock shall be entitled to as many votes as shall equal the number of votes which (except for this provision as to cumulative voting) such holder would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and such holder may cast all of such votes for a single director or may distribute them among the number to be voted for or for any two or more of them as such holder may see fit. No stockholder shall be entitled to cumulate votes unless the name of the candidate for whom such votes would be cast has been placed in nomination prior to the voting, and any stockholder has given notice at the meeting prior to the voting of such stockholder's intention to cumulate his votes.

(c) Elections of directors need not be by written ballot unless otherwise provided in the By-laws.

ARTICLE 7 - LIMITATION OF DIRECTORS' LIABILITY

(a) The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by paragraph (7) of subsection (b) of Section 102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented from time to time.

(b) Any repeal or modification of the foregoing provisions of this Article 7 by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

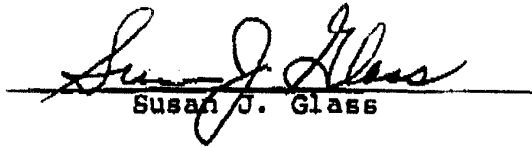
ARTICLE 8 - AMENDMENT OF BY-LAWS

The Board of Directors of the Corporation shall have concurrent power with the stockholders to make, alter, amend, change, add to or repeal the By-laws of the Corporation.

ARTICLE 9 - AMENDMENT OF CERTIFICATE OF INCORPORATION

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation or to adopt new provisions, in the manner now or hereafter prescribed by the General Corporation Law of the State of Delaware, as amended from time to time, and all rights conferred on stockholders and directors herein are granted subject to this reservation.

I, THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate of Incorporation, do certify that the facts herein stated are true under the penalties of perjury, and accordingly, have hereto set my hand this 29th day of September, 1986.


Susan J. Glass

ACTION BY WRITTEN CONSENT
OF THE
BOARD OF DIRECTORS
OF
PRINTRONIX, INC.
A California Corporation

October 7, 1986

The undersigned, constituting all of the members of the Board of Directors of Printronix, Inc., a California corporation (the "Corporation"), hereby adopt the following recitals and resolutions pursuant to Section 307(b) of the California Corporations Code, effective on the date hereof:

Reincorporation

WHEREAS, the Corporation is a California corporation and it is deemed to be in the best interest of the Corporation and its shareholders that it become a Delaware corporation (the "reincorporation") by merging with and into Printronix, Inc., a Delaware corporation ("Printronix Delaware"), which was formed as a wholly owned subsidiary of the Corporation specifically for the purpose of effecting the reincorporation; and

WHEREAS, the reasons for becoming a Delaware corporation were discussed at length at the regular meeting of the Board of Directors held on August 12, 1986; and

WHEREAS, an Agreement of Merger to effectuate such reincorporation has been delivered to each member of the Board which provides, among other things, that Printronix Delaware will be the surviving corporation and that the Certificate of Incorporation and By-laws of Printronix Delaware will be the Certificate of Incorporation and By-laws of the surviving corporation; and

WHEREAS, the Certificate of Incorporation of Printronix Delaware includes a provision eliminating, to the maximum extent allowed by Delaware law, personal liability of directors for monetary damages arising from a breach of their fiduciary duty of care, and the By-laws of Printronix Delaware include provisions granting broad rights of indemnification to directors and officers of the surviving corporation; and

WHEREAS, the Board of Directors of the Corporation have reviewed the Certificate of Incorporation and By-laws of Printronix Delaware, approve the provisions thereof and deem it to be in the best interests of the Corporation and its shareholders that they be the Certificate of Incorporation and By-laws of the surviving corporation;

NOW, THEREFORE, BE IT RESOLVED, that the reincorporation, the merger and the Agreement of Merger are hereby approved; and

RESOLVED FURTHER, that the officers of the Corporation be, and each thereof hereby is, authorized and directed to obtain the necessary approvals of the shareholders of the Corporation to effect the above merger and reincorporation; and

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized and directed to take such actions and execute such documents and instruments as such officer or officers may deem to be necessary or advisable to effect the intent of the foregoing resolutions.

Special Meeting of Shareholders

WHEREAS, the reincorporation and merger discussed at the regular meeting of the Board of Directors held on August 12, 1986 require the approval of the shareholders of the Corporation; and

WHEREAS, it is proposed to send to shareholders of the Corporation notice

of a special meeting of shareholders at which meeting such approval shall be sought, together with a proxy statement and a form of proxy; and

WHEREAS, it is deemed appropriate that this Board of Directors establish October 20, 1986 as the record date for the determination of the shareholders entitled to notice of and to vote at such special meeting;

NOW, THEREFORE, BE IT RESOLVED, that a special meeting of shareholders of the Corporation be held on December 2, 1986 at 3:00 p.m., local time, at the Printronix corporate complex located at 17500 Cartwright Road, Irvine, California 92714; and

RESOLVED FURTHER, that the preliminary proxy statement, proxy, and notice of special meeting, in the form filed with the Securities and Exchange Commission on October 2, 1986 are hereby approved and the officers of the Corporation are authorized and directed, with the assistance of counsel for the Corporation, to revise and/or complete the notice of such meeting, proxy statement and proxy, as they deem appropriate or necessary, and to send copies thereof to all shareholders of the Corporation entitled to notice of, and to vote at, such meeting; and

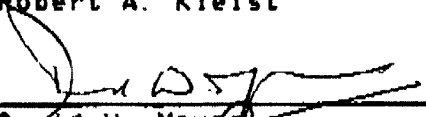
RESOLVED FURTHER, that the close of business on October 20, 1986, is fixed as the record date for the determination of shareholders of the Corporation entitled to notice of, and to vote at, such meeting and at any adjournment or adjournments thereof; and

RESOLVED FURTHER, that the officers of the Corporation be, and each thereof hereby is, authorized and directed to take such actions and execute such documents and instruments as such officer or officers may deem to be necessary or advisable to effect the intent of the foregoing resolutions.


Dated: October 7, 1986



Robert A. Kleist



David W. Maynard



Melvin Posin

Bruce T. Coleman

John R. Dougery

Erwin A. Kelen

Jerry F. Kelley

Dated: October 7, 1986

Robert A. Kleist

David W. Mayne

Melvin Posin

Bruce T. Coleman
Bruce T. Coleman

John R. Dougery

Erwin A. Kelen

Jerry F. Kelley

board1. sjg/10/22/86

-4-

TRADEMARK
REEL: 1761 FRAME: 0737

Dated: October 7, 1986

Robert A. Kleist

David W. Mayne

Melvin Posin

Bruce T. Coleman

John R. Dougery

Erwin A. Kelen

Jerry F. Kelley

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-4-

TRADEMARK
REEL: 1761 FRAME: 0738

Dated: October 7, 1986

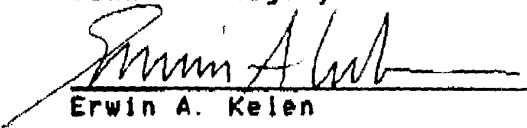
Robert A. Kleist

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Jerry F. Kelley

board1.sjg/10/22/86

-4-

TRADEMARK
REEL: 1761 FRAME: 0739

Dated: October 7, 1986

Robert A. Kleist

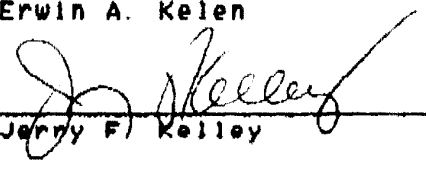
Bruce T. Coleman

David W. Mayne

John R. Dougery

Melvin Posin

Erwin A. Kelen


Jerry F. Kelley

board1. sjg/10/22/86

-4-

RECORDED: 07/20/1998

TRADEMARK
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