

09-03-1998

DEPARTMENT OF COMMERCE  
Patent and Trademark Office

RECORDATION  
TRADEMARK



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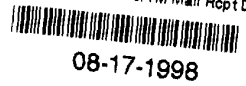
Documents or copy thereof.

To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):

U.S. Patent & TMO/TM Mail Rcpt Dt. #22

The ServiceMaster Comp  
and



08-17-1998

ServiceMaster Limited Partnership

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

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

Name and address of receiving party(ies):

Name: The ServiceMaster Company

Internal Address: \_\_\_\_\_

Street Address: One ServiceMaster Way

City: Downers Grove State: IL ZIP: 60515

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

Additional name(s) & address(es) attached?  Yes  No

A domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from Assignment)

3. Nature of conveyance:

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

Execution Date: December 18, 1998

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

A. Trademark Application No(s).

B. Trademark Registration No(s). 1,712,243

Additional numbers attached?  Yes  No

2,058,745

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

Name: Janice V Mitrius

Address: BANNER & WITCOFF, LTD.  
~~BANNER & WITCOFF, LTD.~~  
10 South Wacker Drive  
Suite 3000  
Chicago, Illinois 60606

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No. 01-0850

(Attach duplicate copy of this page if paying by deposit account.)

**DO NOT USE THIS SPACE**

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.*

Janice V. Mitrius

Name of Person Signing

Signature

August 13, 1998

Date

09/02/1998 BMEUYEN 00000109 1712243

01 FC:481  
02 FC:482

40.00 OP  
25.00 OP

Total number of pages comprising cover sheet:

4

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

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

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*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE SERVICEMASTER COMPANY LIMITED PARTNERSHIP", A DELAWARE LIMITED PARTNERSHIP,

"SERVICEMASTER LIMITED PARTNERSHIP", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "THE SERVICEMASTER COMPANY" UNDER THE NAME OF "THE SERVICEMASTER COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 1997, AT 12:31 O'CLOCK P.M.



2273241 8100M

981000317

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 8845958

DATE: 01-02-98  
TRADEMARK

REEL: 1776 FRAME: 0921

**CERTIFICATE OF MERGER**

**OF**

**SERVICEMASTER LIMITED PARTNERSHIP**  
(a Delaware limited partnership)

**AND**

**THE SERVICEMASTER COMPANY LIMITED PARTNERSHIP**  
(a Delaware limited partnership)

**WITH AND INTO**

**THE SERVICEMASTER COMPANY**

in accordance with Section 263 General Corporation Law  
of the State of Delaware

\* \* \* \* \*

**THE SERVICEMASTER COMPANY**, a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, desiring to merge ServiceMaster Limited Partnership, a Delaware limited partnership, and The ServiceMaster Company Limited Partnership, a Delaware limited partnership, with and into itself pursuant to the provisions of Section 263 of the General Corporation Law of the State of Delaware, **DOES HEREBY CERTIFY** as follows:

**First:** The name and state of organization of each constituent business entity of the merger (the "Merger") is as follows:

<b>Name</b>	<b>State of Organization</b>
ServiceMaster Limited Partnership	Delaware
The ServiceMaster Company Limited Partnership	Delaware
The ServiceMaster Company	Delaware

**Second:** A Merger and Reorganization Agreement (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each constituent business entity in accordance with Section 263 of the General Corporation Law of the State of Delaware and in accordance with Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:31 PM 12/18/1997  
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Third: The name of the surviving business entity of the Merger is The ServiceMaster Company (the "Surviving Business Entity").

Fourth: The Certificate of Incorporation of The ServiceMaster Company, a Delaware corporation, which is surviving the merger, shall be the Certificate of Incorporation of the Surviving Business Entity.

Fifth: The merger shall be effective on January 1, 1998 at 12:01 A.M., Eastern Standard Time.

Sixth: Anything herein or elsewhere to the contrary notwithstanding, the Merger Agreement may be amended or terminated and abandoned by the constituent business entities at any time prior to the date of filing the Certificate of Merger with the Secretary of State of the State of Delaware.

Seventh: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Business Entity, the address of which is: One ServiceMaster Way, Downers Grove, Illinois 60515.

Eighth: A copy of the Merger Agreement will be furnished by the Surviving Business Entity on request and without cost to any person holding any interest in the constituent business entities.

\* \* \* \* \*

IN WITNESS WHEREOF, the undersigned, for the purposes of effectuating the Merger of the constituent business entities pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of The ServiceMaster Company and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 18th day of December 1997

THE SERVICEMASTER COMPANY

ATTEST:

William T. McLeod  
Assistant Secretary

By: [Signature]  
Its Sr. Vice President  
and General Counsel

TOTAL P.