

09-29-1998

CORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



100841039

Attachments and Trademarks: Please record the attached original documents or copy thereof:

1. Name of conveying party(ies): 9-23-98
EcoGroup, Inc, an Arizona Corporation
Individual(s) Association
General Partnership Limited Partnership
 Corporation-State of **Arizona**
Other

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

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

Execution Date: December 13, 1995

2. Name and address of receiving party(ies):
Name: EcoGroup, Inc. a Delaware Corp.
Internal Address: 555 West Adams
Street Address: " " "
City: State: ZIP: Chicago, IL 60661

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

1,718,887; 1,766,274; 1,778,180;
1,847,085; 1,904,795; 1,919,967;
1,989,586; 1,844,419; 1,816,297

Additional numbers attached? Yes No

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

ROCKEY, MILNAMOW & KATZ, LTD.

**Two Prudential Plaza
Suite 4700
180 N. Stetson Avenue
Chicago, Illinois 60601**

09/28/1998 DMSJYEN 00000212 1718887

01 FC:481
02 FC:482

40.00 00
200.00 00

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41): \$240.00
 Enclosed
 Authorized to be charged to Deposit Account
 The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Deposit Account No. 04-1644.

8. Deposit Account number:

04-1644

(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.

Joel E. Siegel
Name of Person Signing

Joel Siegel
Signature

9/22/98

Date

Total number of pages including cover sheet, attachments, and document: 8

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

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 sample cover sheet. Send comments regarding this burden estimate to the United States 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.

TRADEMARK
REEL: 1792 FRAME: 0678

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:

"ECOGROUP, INC.", A ARIZONA CORPORATION,

WITH AND INTO "ECOGROUP, INC." UNDER THE NAME OF "ECOGROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF DECEMBER, A.D. 1995, AT 9 O'CLOCK A.M.



2557696 8100M

981324773

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9261846

DATE: 08-19-98

TRADEMARK
REEL: 1792 FRAME: 0679

CERTIFICATE OF MERGER

OF

ECOGROUP, INC., an Arizona corporation

INTO

ECOGROUP, INC., a Delaware corporation

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>NAME</u> | <u>STATE OF INCORPORATION</u> |
|----------------|-------------------------------|
| EcoGroup, Inc. | Delaware |
| EcoGroup, Inc. | Arizona |

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the Delaware General Corporation Law.

THIRD: That the name of the surviving corporation of the merger is EcoGroup, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of EcoGroup, Inc., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 5030 East Sunrise Drive, Phoenix, AZ 85044-5201.

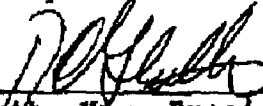
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the authorized capital stock of EcoGroup, Inc., an Arizona corporation, is 1,000,000 shares of common stock, \$0.01 par value.

EIGHTH: That this Certificate of Merger shall become effective at 11:59 p.m. on December 31, 1995.

IN WITNESS WHEREOF, the undersigned have executed this Certificate this 13 day of December, 1995.

ECOGROUP, INC.,
a Delaware corporation

By: 
R.C. Gluth, Vice President

ATTEST:

By: 
Robert W. Webb, Secretary

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