

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

10-02-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
TRADEMARK

ER SHEET

Our Ref.: 42648-0105, 0107, 0138

ML9 9-28-98

TRADEMARKS ONLY

1998 SEP 23 PM

OPR/FINANCE

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____ <input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____ <input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Security Agreement <input type="checkbox"/> Nunc Pro Tunc Assignment <input checked="" type="checkbox"/> Merger Effective Date Month Day Year <input type="checkbox"/> Change of Name <u>February 28, 1998</u> <input type="checkbox"/> Other _____
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Conveying Party _____ Mark if additional names of conveying parties attached

Name Valerie Corporation Execution Date
Month Day Year
February 25, 1998

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party _____ Mark if additional names of receiving parties attached

Name Name Rite, L.L.C.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 31797 Highway 79 South

Address (line 2) Temecula, California 92592

Address (line 3) _____

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other Limited Liability Company

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

10/01/1998 TTON11 00000296 954207

01 FC:481 40.00 OP
02 FC:482 25.00 OP

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

TRADEMARK
REEL: 1794 FRAME: 0905

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 (202) 467-7846

Name Brett I. Miller, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036

Pages Enter the total number of pages of the attached conveyance document including any attachments.

5

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers are 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)

954,207
1,165,074

Number of Properties Enter the total number of properties involved.

2

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$ 65.00

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: 13-4520

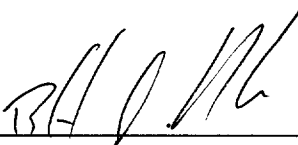
Authorization to charge additional fees: Yes No _____

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.

Brett I. Miller

Name of Person Signing



Signature

September 28, 1998

Date Signed

**CERTIFICATE OF MERGER
OF**

**VALERIE CORPORATION
(a Delaware corporation)**

WITH AND INTO

**NAME RITE, L.L.C.
(A Delaware limited liability company)**

Pursuant to Section 103 and Section 264(c)
of the General Corporation Law of the State of Delaware and
Section 18-209 of the Delaware Limited Liability Company Act

Valerie Corporation, a Delaware corporation, which desires to merge with and into Name Rite, L.L.C., a Delaware limited liability company, pursuant to the provisions of Section 264(c) of the General Corporation Law of the state of Delaware (the "Merger"), hereby certifies as follows:

FIRST: The names and state of organization of each of the constituent entities in the Merger (the "Constituent Entities") are as follows:

<u>Name of Entity</u>	<u>State of Organization</u>
Valerie Corporation	Delaware
Name Rite, L.L.C.	Delaware

SECOND: An Agreement and Plan of Merger between the Constituent Entities has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Section 264(c) of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The surviving company shall be Name Rite, L.L.C., a Delaware limited liability company (the "Surviving Company").

FIFTH: The executed Agreement and Plan of Merger is on file at 30 Hunter Lane, Camp Hill, PA 17011.

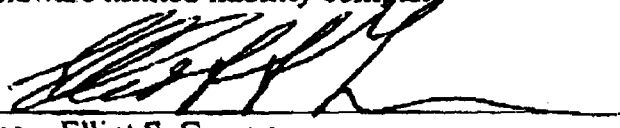
SIXTH: A copy of the executed Agreement and Plan of Merger will be furnished by the Surviving Company, on request and without cost, to any holder of an equity interest in any of the Constituent Entities.

SEVENTH: That this Certificate of Merger shall become effective at 11:55 p.m. on February 28, 1998.

* * *

IN WITNESS WHEREOF, Name Rite, L.L.C. has caused this Certificate of Merger to be signed as of this 25th day of February, 1998.

NAME RITE, L.L.C.
a Delaware limited liability company

By: 

Name: Elliot S. Gerson
Authorized Person