

MRD 10-2-98

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

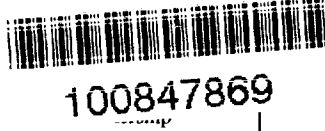
Tab settings → → → ▾

10-09-1998

attached original documents or copy thereof.

To the Honorable Commission

1. Name of conveying party(ies): ~~Fuji Color, Inc.~~
FUJICOLOR PROCESSING, INC.
- Individual(s)
 - General Partnership
 - Corporate-State: Delaware
 - Other



address of receiving party(ies):
~~Fuji Color, Inc.~~ **FUJICOLOR, INC.**

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

Internal Address: **OPR/FINANCE**
 Street Address: 555 Taxter Road
 City: Elmsford, New York Country: USA

- 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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: June 24, 1997

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

A. Trademark Application No.(s):

B. Trademark registration No.(s): 1,726,598

Additional numbers attached? Yes No

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

Name: Bridget McCarthy, Esq. c/o Whitman Breed Abbott & Morgan LLP

Internal Address:

Street Address: 633 W. Fifth Street, 21st Floor

City: Los Angeles State: CA 90017

6. Total number of applications and registrations involved: /

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: n/a
 (Attach duplicate copy of this page if paying by deposit account)

10/06/1998 DMGUYEN 00000171 1726598

DO NOT USE THIS SPACE

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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.

Bridget McCarthy
Name of Person Signing

Signature

October 1, 1998
Date

Total number of pages comprising cover sheet: /

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

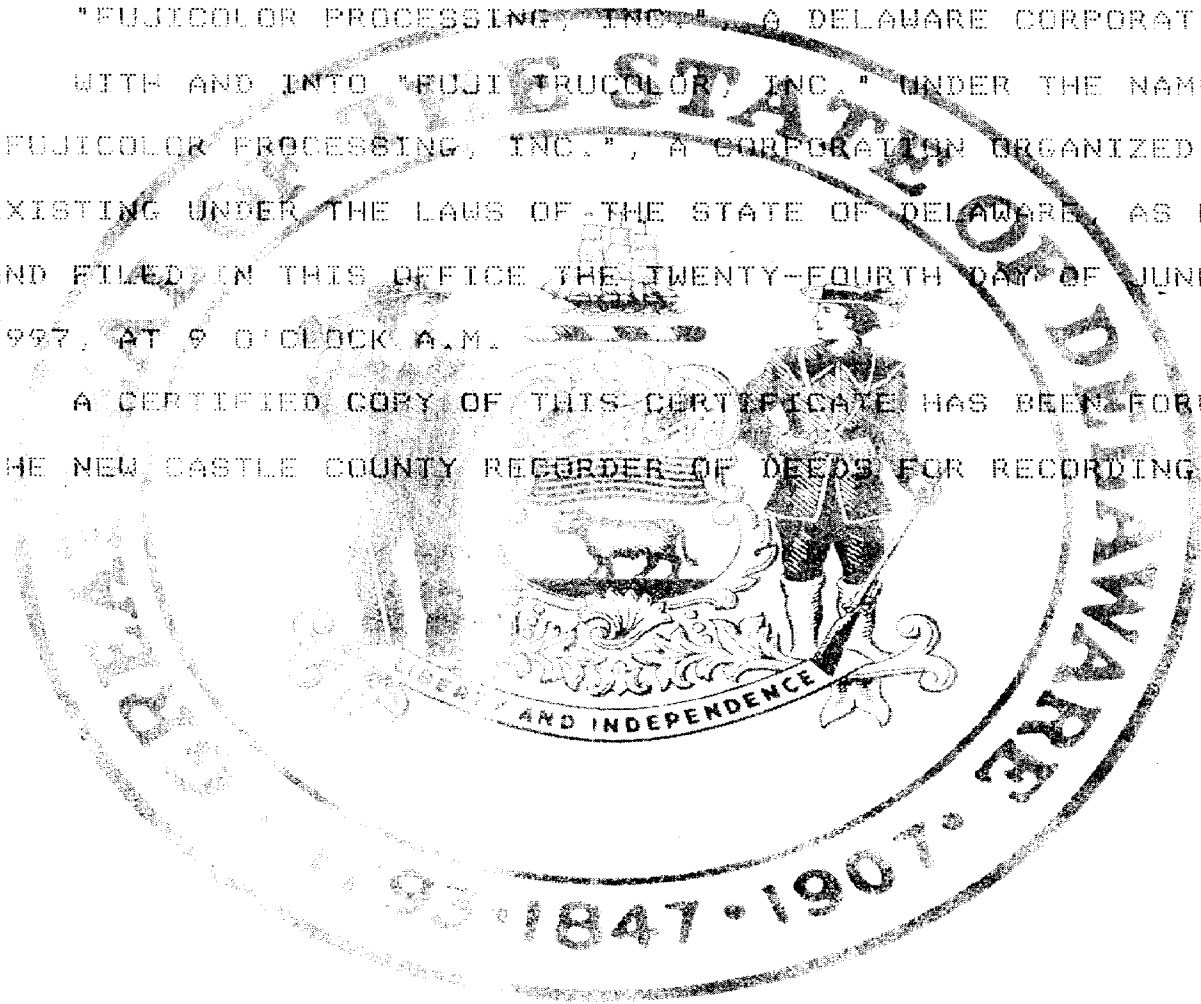
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. 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.

State of Delaware
Office of the Secretary of State

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:

"FUJICOLOR PROCESSING, INC.", A DELAWARE CORPORATION, WITH AND INTO "FUJI TRUCOLOR, INC." UNDER THE NAME OF "FUJICOLOR PROCESSING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF JUNE, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8531843

DATE:

96-26-97

TRADEMARK
REEL: 1797 FRAME: 0582

CERTIFICATE OF MERGER

OF

FUJICOLOR PROCESSING, INC.

INTO

FUJI TRUCOLOR, INC.

FUJI TruColor, Inc., incorporated under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name and state of incorporation of each of the constituent corporations of the merger (the "Constituent Corporations") are as follows:

| <u>Name</u> | <u>State of Incorporation</u> |
|----------------------------|-------------------------------|
| Fujicolor Processing, Inc. | Delaware |
| FUJI TruColor, Inc. | Delaware |

2. A plan and agreement of merger between the Constituent Corporations has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

3. The surviving corporation is FUJI TruColor, Inc.

4. The certificate of incorporation of the surviving corporation is amended to change the corporate name and authorized capital. Articles FIRST and FOURTH are amended to read as follows:

FIRST: The name of the corporation is Fujicolor Processing, Inc. The name under which the corporation was originally incorporated is Fuji TruColor Photo, Inc. The certificate of incorporation of Fuji TruColor Photo, Inc. was filed by the Secretary of State of Delaware on September 3, 1991.

FOURTH: The total number of shares of stock that the corporation shall have authority to issue is 1,000 shares of common stock without par value.

5. The executed plan and agreement of merger is on file at the principal place of business of the surviving corporation located at 555 Taxter Road, Elmsford, New York 10523.

6. A copy of the plan and agreement of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any Constituent Corporation.


7. The merger shall be effective on July 1, 1997 at 12:01 a.m.

The undersigned has executed this Certificate of Merger this 20th day of June,
1997.

FUJI TRUCOLOR, INC.

By: 
Name: Hideyuki Hayashi
Title: President

ATTEST:


Jonathan E. File
Secretary