	F-RM PTO-1594	U.S. DEPARTMENT OF COMMERCE T Patent and Trademark Office				
	Tab settings 0.0.0 V. To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.					
	To the Honorable Commissioner of Patents and Trademarks. Ple	ase record the attached original documents or copy thereof.				
	1. Name of conveying party(ies):	2. Name and address of receiving party(ies):				
98	Frances Meyer, Inc. a Virginia corporation 05 1998	Name: Frances Meyer, Inc.				
9	Frances Meyer, Inc.	Name:				
10.5-	a Virginia corporation () (C) (1)	Internal Address:				
ک						
~	☐ Individual(s) ☐ Limited Partnership	Street Address: P.O. Box 2786				
		City Savannah State GA ZIP31402				
a	☑ Corporation-State					
Z	fiOther	Individual(s) citizenship				
	Additional name(s) of conveying party(ies) attached? Yes No	Association General Partnership				
	3. Nature of conveyance:	Limited Partnership				
	☐ Assignment ☐ Merger ☐ Security Agreement ☐ Change of Name ☐ Other	Limited Partnership Georgia				
		Other If assignee is not domiciled in the United States, a domestic representative				
		designation is attached: Yes No				
		(Designation must be a separate document from Assignment)				
	Execution Date: August 27, 1985	Additional name(s) & address(es) attached?				
	4. Application number(s) or registration number(s):					
l	A. Trademark Application No.(s)	B. Trademark registration No.(s) 1,334,376				
	Additional numbers attached? Yes No					
1	5. Name and address of party to whom correspondence	6. Total number of applications and registrations involved:				
i	concerning document should be mailed:	C. Total name of approximate and registrations involved.				
i	Name: Peter D. Murray, Esq.					
ĺ	Name:					
i	Internal Address:	7. Total fee (37 CFR 3.41):\$ 40				
		X Enclosed				
		Eliciosed				
	Street Address: Cooper & Dunham LLP	Authorized to be charged to deposit account				
ì	1185 Avenue of the Americas	8. Deposit account number: 03-3125				
		o. Deposit account named. Op-3125				
İ	City: New York State: NY ZIP 10036	(Attach duplicate copy of this page if paying by deposit account)				
	DO NOT USE THIS SPACE					
	9. Statement and signature.					
	To state and an income and a state and built about an action information	sion is true and correct and any attached correits a true corre				
	of the original document.	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				
	Peter D. Murray	_ D. Munay 10/1/98				
	Name of Person Signing	Signature Date				
	realite of reison signing					
		Total number of pages comprising cover sheet:				
	OMB No. 0651-0011 (exp. 4/94)					
	Do not detach this portion					
	Do not gener	tuis portion				
Mail documents to be recorded with required cover sheet information to:						
10/14	10/14/1998 TTUN11 00000216 1334376 Commissioner of Patents and Trademarks					
	Box Assignments					
UI FU FOI						
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,					
	get, Paperwork Reduction Project, (0651-0011),					
	Washington, D.C. 20503					

Secretary of State

Corporations Division Suite 315, West Tower 2 Martin Luther King Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : 982650685

CONTROL NUMBER : 8514374

DATE INC/AUTH/FILED: 09/04/1985

JURISDICTION : GEORGIA

PRINT DATE : 09/22/1998

FORM NUMBER : 215

PARANET CORPORATION SERVICES, INC. VICKI JACKSON 3761 VENTURE DRIVE, STE 260 DULUTH, GA 30096



CERTIFIED COPY

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

FRANCES MEYER, INC. A DOMESTIC PROFIT CORPORATION

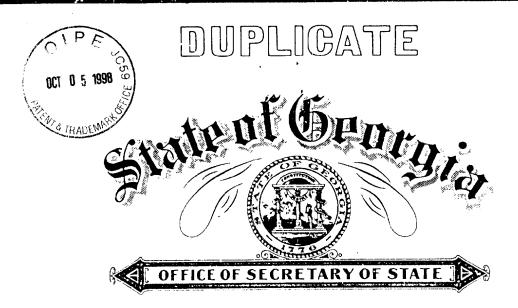
Said entity was formed in the jurisdiction set forth above and has filed in the office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

17776 17776

Jewis a. Massey

Lewis A. Massey Secretary of State



J. Max Cleland, Secretary of State of the State of Georgia, do hereby certify that "FRANCES MEYER, INC.", a corporation of the State of Virginia, has been duly merged under the laws of the State of Georgia pursuant to articles of merger filed in the office of the Secretary of State on the 4th day of September, 1985, into "FRANCES MEYER, INC.", a corporation of the State of Georgia, the resulting corporation, effective the 4th day of September, 1985, and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of merger.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 4th day of Septomber in the year of our Lord One Thousand Nine Hundred and Eighty

Five and of the Independence of the United States of America the Two Hundred and Ten.

SECRETARY OF STATE, EX-OFFICIO CORPORATION COMMISSIONER OF THE STATE OF GEORGIA

REEL: 1799 FRAME: 0363

ARTICLES OF MERGER OF FRANCES MEYER, INC. A VIRGINIA CORPORATION INTO FRANCES MEYER, INC. A GEORGIA CORPORATION



The undersigned corporations, pursuant to the provisions of Title 14-2-217 of the Code of Georgia, as amended, execute the following Articles of Merger.

ARTICLE I

The names of the corporations proposing to merge and the names of the states under the law of which such corporations are organized are as follows:

Names of Corporation

State of Incorporation

Frances Meyer, Inc.

Virginia

Frances Meyer, Inc.

Georgia

ARTICLE II

The laws of the State of Virginia, the state under which such foreign corporation is organized, permits such merger.

ARTICLE III

The name of the Surviving Corporation shall be Frances Meyer, Inc., and it shall be governed by the laws of the State of Georgia.

ARTICLE IV

The Agreement and Plan of Merger attached to these ARticles as Exhibit "A" was approved by the shareholders and the board of directors of the undersigned domestic corporation in the manner prescribed by the Georgia Business Corporation Code and was approved by the undersigned foreign corporation in the manner prescribed by the laws of the state of Virginia.

ARTICLE V

The shareholder vote required to adopt the Plan of Merger for each of the constitutent corporation is as follows:

Name of Corporation

Frances Meyer, Inc. a Georgia corporation

Frances Meyer, Inc. a Virginia corporation

Shareholder Vote Required

Majority of ourstanding shares entitled to vote

Two-thirds outstanding shares entitled to vote

ARTICLE VI

The number of shares outstanding and the number of shares entitled to vote by class for each of the constituent corporations is as follows:

Name of Corporation	Total Number of Shares Outstanding	Total Number of Shares Entitled to Vote	Designation of Class
Frances Mayer, Inc. Georgia	1525	1525	Common Stock
Frances Meyer, Inc. Virginia	1525	1525	Common Stock

ARTICLE VII

The number of shares voted for and against the plan by class, respectively, for each of the constituent corporations is as follows:

Name of Corporation	Total Shares Voted For	Total Shares Voted Against	Designation of Class
Frances Meyer, I Georgia	Inc. 1525	0	Common Stock
Frances Meyer, I	Inc. 1525	0	Common Stock

ARTICLE VIII

All provisions of the laws of the State of Georgia and the State of Virginia applicable to the proposed merger have been complied with.

ARTICLE IX

It is agreed that upon and after the issuance of the Certificate of Merger by the Secretary of State of the State of Georgia: (1) the Surviving Corporation may be served with process in the tate of Georgia in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Georgia which is a party to the merger and in any

proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Georgia against th Surviving Corporation; (2) the Secretary of State of the State of Georgia shall be and hereby is irrevocably appointed as the agent of the Surviving Corporation to accept service of process in any such proceeding; the address to which service of process in any such proceeding shall be mailed is: Frances D. Meyer, President, Frances Meyer, Inc.

P. O. Box 2786, Savannah, Georgia 31402; (3) the Surviving Corporation will promptly pay to the shareholders of any constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of \$14-2-250, 251 of the Official Code of Georgia (1982) with respect to the right of dissenting shareholders.

ARTICLE X

The marger shall become effective as of the time of filing of the Articles of Merger with the Secretary of State.

IN WITNESS WHEREOF each of the undersigned corporations has caused these Articles of Merger to be executed in its name by its president and attested to by its secretary as of the 27day of (IUM) , 1985.

> FRANCES MEYER, INC. a Georgia corporation

President

Attest:

Secretary

FRANCES MEYER, INC. A Virginia corporation

Frances D. Meyer

President

BISTS FO YAMILLADIS

SE. WEH 8 / 438

Attest:

Richard Meyer,

Secretary

-3-

