

10-19-1998

FORM PTO-1594
1-31-92



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

PLY

10-14-98

100852441

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof. 20

1. Name of conveying party(ies):
J.M. MARKETING, INC.

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

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:
 Name: C2L CORPORATION
 Street Address: 655 S. ORCAS, SUITE 220

 City: SEATTLE State: WA ZIP: 98108

Individual(s) citizenship _____
 Association
 General Partnership Limited Partnership
 Corporation - State WASHINGTON
 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 Dates:
 1) 12/31/92 3) _____
 2) _____ 4) _____

4. Application number(s) or registration number(s): 1,767,700

A. Trademark Application No(s):
10/19/1998 SBURNS 00000007 1767700
01 FC:481

B. Trademark Registration No(s):
(1,767,700) (JUICEMAN)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: R. J. BAYNHAM
 Internal Address: SEED AND BERRY LLP
6300 COLUMBIA CENTER
 Street Address: 701 FIFTH AVENUE
 City: SEATTLE State: WA ZIP: 98104-7092

6. Total number of applications and registrations involved..... 1

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

8. Deposit account number:
19-1090
 (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.

R. J. BAYNHAM [Signature] 10/9/98
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal,

hereby certify this certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

of

C2L CORPORATION

Merging J. M. MARKETING, INC. into C2L CORPORATION

as filed in this office on December 31, 1992.



Date: December 18, 1997

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

RALPH MUNRO

Ralph Munro, Secretary of State

L. Tornow

TRADEMARK

REEL: 1801 FRAME: 0587



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF MERGER

of

C2L CORPORATION

a Washington Profit corporation,

was/were filed for record in this office on the date indicated below.

Merging J. M. MARKETING, INC. into C2L CORPORATION; and
Amending Shares

Corporation Number: 601 279 012

Date: December 31, 1992

Effective Date: January 1, 1993

Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

ORIGINAL

FILED
STATE OF WASHINGTONDEC 31 1992 *ll*RALPH MUNRO
SECRETARY OF STATE

ARTICLES OF MERGER

For the Merger of J.M. Marketing, Inc., a Washington Corporation
 Into
 C²L Corporation, a Washington Corporation

C²L Corporation, a Washington corporation which is the surviving corporation in a merger of J.M. Marketing, Inc., a Washington Corporation, into C²L Corporation, delivers herewith to the Secretary of State of the State of Washington for filing these Articles of Merger, setting forth:

1. The Plan of Merger, which provides as follows:

(a) Names of Corporations. The names of the corporations planning to merge are J.M. Marketing, Inc. and C²L Corporation; the name of the surviving corporation into which J.M. Marketing is planned to be merged is C²L.

(b) Terms and Conditions of the Merger. The terms and conditions on which the planned merger shall occur are as follows.

1. Required Approvals. Notwithstanding the more liberal provisions of Chapter 28.11, RCW, This planned merger shall not become effective except upon its adoption by unanimous action of the directors of both J.M. Marketing, Inc. and C²L Corporation and its approval by unanimous action of the holders of all of the issued and outstanding shares of both J.M. Marketing, Inc. and C²L Corporation.
2. Time and Date on Which to Become Effective. Subject to the prior adoption of this Plan of Merger by the Directors and the approval of this Plan by the shareholders of both J.M. Marketing, Inc. and C²L Corporation, and also subject to the prior filing of Articles of Merger with the Secretary of State of the State of Washington, the merger shall become effective at 00:01 A.M. on the first day of January, 1993.

(c) Exchange of Shares. Both corporations have only one class of authorized, issued and outstanding capital stock, and each shareholder of C²L Corporation holds a percentage of that

corporation's total issued and outstanding capital stock which is precisely equal to the percentage of the total issued and outstanding capital stock of J.M. Marketing, Inc. held by such shareholder. Accordingly, each shareholder of J.M. Marketing, Inc. shall surrender to C²L for cancellation all certificates evidencing such shareholder's prior ownership of capital stock of J.M. Marketing, Inc., and C²L Corporation shall execute and deliver to such shareholder in exchange one or more certificates evidencing such shareholder's ownership of a like number of additional shares of the capital stock of C²L Corporation.

(d) Amendment to the Articles of Incorporation of C²L Corporation. To enable C²L Corporation lawfully to issue additional shares of its capital stock as provided in paragraph (c) above, Article II. of the Articles of Incorporation of C²L Corporation shall be amended to provide as so amended, as follows:

"Article II. Shares

The total authorized number of shares of this Corporation's capital stock is 500,000 (five-hundred thousand) shares, with each share having a par value of 1¢ (one cent)."

(e) No Other Provisions. There are no other provisions relating to the merger.

(2) Adoptions and Approvals. The Plan of Merger has been adopted by unanimous action of the Boards of Directors of both J.M. Marketing, Inc. and C²L Corporation, and has been approved by the unanimous action of the holders of all of the issued and outstanding shares of both corporations. Adopted pursuant to RCW 23B.11.030.

IN WITNESS WHEREOF C²L Corporation has executed duplicate copies of these ARTICLES OF MERGER on this the 31st day of December, 1992.

C²L CORPORATION, a Washington Corporation

By Robert D. Lamson
Robert D. Lamson, Secretary

ATTEST:

M. Edward Taylor
M. Edward Taylor, Vice President