

CORRECTIVE

FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
Copyright 1994-97 LegalStar
TM05/REV03

CORRECTED

12-02-1998

Docket No.:

83668.053



Tab settings

MRD 11/19/98

100912257

Attached original documents or copy thereof.

To the Honorable Commissioner of Patent

1. Name of conveying party(ies):

Telesis Marking Systems, Inc.

- Individual(s)
- General Partnership
- Corporation-State **Ohio**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/22/94

2. Name and address of receiving party(ies):

Name: Telesis Technologies, Inc.

Internal Address: _____

Street Address: 28181 River Drive

City: Circleville State: OH ZIP: 43113

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,565,540	1,282,172	1,689,965
1,282,284	1,399,260	

Additional numbers Yes No

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

Name: James R. Eley, Esq.

Internal Address: KEGLER, BROWN, HILL & RITTER

Refund Ref: 12/01/1998 DNGUYEN 0000064525

~~CHECK Refund Total: \$60.00~~

Street Address: 65 E. State, Suite 1800

City: Columbus State: OH ZIP: 43215

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

5

7. Total fee (37 CFR 3.41):.....\$ \$200.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

05-0960 (Credit overpayment/charge deficiency)

12/01/1998 DNGUYEN 00000245 1565540

DO NOT USE THIS SPACE

01 FC:481	40.00 DP
02 FC:482	100.00 DP

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.

James R. Eley

Name of Person Signing

Signature

11/17/98

Date

Total number of pages including cover sheet, attachments, and

9

TRADEMARK

REEL: 1821 FRAME: 0420

40 481

12-04-1997

MRD 11-20-97



original documents or copy thereof:

100583499

1. Name of conveying party(ies): Telesis Marketing systems, Inc.

2. Name and address of receiving party(ies):

- Individual(s)
- Association
- General Partnership
- Corp. State Michigan
- Limited Partnership
- Other

Name: Telesis Technologies Inc.
 Internal Address:
 Street Address: 28181 River Drive
 City: Circleville State: OHIO ZIP: 43113

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

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)
 Additional name(s) and address(es) attached: Yes No

Execution Date: December 22, 1994

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

- Registration No.
- A. Trademark Application No(s).

- B. Trademark Registration No(s):
- 1,565,540 1,282,284
- 1,282,172 1,399,260
- 1,689,965

Additional numbers attached: Yes No

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

James R. Eley, Esq.
 Kegler, Brown, Hill & Ritter Co., LPA
 65 East State Street, Suite 1800
 Columbus, Ohio 43215

6. Total number of applications and registrations involved 6

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed
- Authorized to be charged to Deposit Account

8. Deposit Account Number:
 (Attach duplicate copy of this page if paying by deposit account)

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.

JAMES R. ELEY
 Reg. No. 36,790

 SIGNATURE

11/14/97

 DATE

Total number of pages including cover sheet, attachments, and document: 9

12/02/1997 FTAYLOR 00000268 1565540
 02 FC:482 100.00 DP
 Major documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments, Washington, D.C. 20231

TRADEMARK
 REEL: 1821 FRAME: 0421

AGREEMENT AND PLAN OF MERGER

TELESIS TECHNOLOGIES, INC. AND
TELESIS MARKING SYSTEMS, INC.

THIS AGREEMENT AND PLAN OF MERGER is between TELESIS TECHNOLOGIES, INC., a Michigan corporation, and TELESIS MARKING SYSTEMS, INC., a Ohio corporation.

The Directors of TELESIS TECHNOLOGIES, INC., and TELESIS MARKING SYSTEMS, INC., deem it to be in the best interests of said corporations and their shareholders to merge TELESIS MARKING SYSTEMS, INC., into TELESIS TECHNOLOGIES, INC., pursuant to the provisions of the laws of the State of Michigan and the State of Ohio, upon the following terms and conditions:

ARTICLE I

The "Constituent Corporations" to this merger are:

TELESIS TECHNOLOGIES, INC., a Michigan corporation,
Michigan CID 163-273

TELESIS MARKING SYSTEMS, INC., an Ohio corporation,
Ohio Charter No. 588360.

ARTICLE II

TELESIS MARKING SYSTEMS, INC., shall be merged into TELESIS TECHNOLOGIES, INC., which will exist after the merger under the laws of the State of Michigan.

ARTICLE III

The name of the corporation surviving the merger shall be TELESIS TECHNOLOGIES, INC., bearing Michigan CID 163-273 ("Surviving Corporation").

ARTICLE IV

The Michigan registered office and principal office of the Surviving Corporation is: 210 North Industrial Park Road, Hastings, Michigan, 49058.

The name of the Michigan resident agent at the Michigan registered office and principal office is: William E. Alt.

ARTICLE V

The Surviving Corporation consents to be sued and served with process in Ohio and irrevocably appoints the Ohio Secretary of State as its agent to accept service of process in any proceeding in Ohio to enforce against the Surviving Corporation any obligation of TELESIS MARKING SYSTEMS, INC.

ARTICLE VI

Following the merger, the Surviving Corporation intends to transact business in Ohio. The name and address of the statutory agent in Ohio upon whom any process, notice, or demand against the Surviving Corporation may be served is: CT Corporation System, 815 Superior Avenue N.E., Cleveland, Ohio, 44114.

ARTICLE VII

When the merger shall become effective:

1. The Constituent Corporations shall be a single corporation which shall be TELESIS TECHNOLOGIES, INC. and the separate existence of TELESIS MARKING SYSTEMS, INC. shall cease.

2. The Surviving Corporation shall have all the rights, privileges, immunities, and powers and be subject to all the duties and liabilities of a corporation under Michigan law and shall have and possess all the rights, privileges, immunities, and franchises, public or private, of each of the Constituent Corporations.

3. All property, real, personal, and mixed; all debts due on whatever account, including subscriptions to shares; all rights of action; and all other assets or interests of any description of or belonging to or due to each of the Constituent Corporations shall be deemed to be transferred and vested in the Surviving Corporation without further act or deed. The title to any real estate, or any interest therein, vested in either of the Constituent Corporations shall not revert or be in any way impaired because of such merger.

4. The Surviving Corporation shall be responsible and liable for all of the liabilities and obligations of each of the Constituent Corporations and all debts, liabilities, and duties of the Constituent Corporations shall attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred and/or contracted by it; a claim existing or action or proceeding pending by or against either of the Constituent Corporations may be prosecuted as if such merger had not taken place, or the Surviving Corporation may be substituted in the place of one of such Constituent Corporations; and the rights of creditors and any lien upon the property of the Constituent Corporations shall not be impaired by such merger.

5. All agreements of TELESIS MARKING SYSTEMS, INC., which were valid and effective immediately prior to the effective date of the merger shall be taken as the agreements of the Surviving Corporation and shall be as effective and binding thereon as the same were with respect to TELESIS MARKING SYSTEMS, INC.

6. The Bylaws of TELESIS TECHNOLOGIES, INC., as existing and constituted on the effective date of the merger shall be and constitute the Bylaws of the Surviving Corporation until the same are altered, amended, or repealed.

7. The directors of TELESIS TECHNOLOGIES, INC. on the effective date of the merger are:

William E. Alt
Richard T. Groos
David M. Grimes

8. The officers of TELESIS TECHNOLOGIES, INC. on the effective date of the merger are:

Richard T. Groos	-	President
Elizabeth A. Gustafson	-	Secretary/Treasurer
William E. Alt	-	Assistant Secretary

ARTICLE VIII

From and after the effective date of the merger, and until further amended as provided by law, the Articles of Incorporation of TELESIS TECHNOLOGIES, INC. shall constitute the corporate charter of the Surviving Corporation. Article I of the Articles of Incorporation of the Surviving Corporation shall be amended as follows:

Article I

The name of the corporation is:

TELESIS MARKING SYSTEMS, INC.

ARTICLE IX

The manner and basis of converting the shares of each of the Constituent Corporations into shares of the Surviving Corporation are as follows:

On the effective date of the merger, the Thirty-Five Thousand Two Hundred Thirty (35,230) issued and outstanding shares of Common Stock of TELESIS MARKING SYSTEMS, INC., shall thereupon, and without the surrender of stock certificates or any other action, be cancelled. The One Hundred (100) issued and outstanding shares of Common Stock of TELESIS TECHNOLOGIES, INC., shall not be converted, but each share which is issued and outstanding as of the effective date of the merger, shall continue to represent one issued and outstanding share of the Surviving Corporation.

-3-

ARTICLE XII

This Agreement and Plan of Merger may, subject to the laws of the State of Michigan and the State of Ohio, be amended, abandoned, or postponed by the Boards of Directors of TELESIS TECHNOLOGIES, INC. and TELESIS MARKING SYSTEMS, INC., at any time prior to the effective date of the merger.

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

Date Received
DEC 27 1994

(FOR BUREAU USE ONLY)

095EH025 0103 DRG&FI 1311
FILED

DEC 29 1994

ADMINISTRATIVE
MICHIGAN DEPARTMENT OF COMMERCE
Corporation & Securities Bureau

Name Warner Norcross & Judd LLP
ATTN: Joseph M. Sweeney

Address 900 Old Kent Building
111 Lyon Street, N.W.

City Grand Rapids State Michigan Zip Code 49503-2489

EFFECTIVE DATE: December 31, 1994

Document will be returned to the name and address you enter above.

CERTIFICATE OF MERGER

For use by Parent and Subsidiary Profit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Certificate:

1. a. The name of each constituent corporation and its identification number is:

Telesis Technologies, Inc.

1 6 3 - 2 7 3

Telesis Marking Systems, Inc., an Ohio corporation

-

the charter no. 588360

b. The name of the surviving corporation and its identification number is:

Telesis Technologies, Inc.

1 6 3 - 2 7 3

c. For each subsidiary corporation, state:

Name of corporation	Number of outstanding shares in each class	Number of shares owned by the parent corporation in each class
<u>Telesis Marking Systems, Inc.</u>	<u>35,230 shares of Common Stock</u>	<u>35,230</u>

d. The manner and basis of converting the shares of each constituent corporation is as follows:

See attached Agreement and Plan of Merger

e. The amendments to the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

Article I of the Articles of Incorporation of Telesis Technologies, Inc. is hereby amended to state as follows:

Article I

The name of the corporation is:

Telesis Marking Systems, Inc.

f. Other provisions with respect to the merger are as follows:

See attached Agreement and Plan of Merger

2. (Complete for any foreign corporation only)

This merger is permitted by the laws of the State of Ohio, the
jurisdiction under which Telesis Marking Systems, Inc.
(name of foreign corporation)

is formed and the plan of merger was adopted and approved by such corporation pursuant to and in accordance with
the laws of that jurisdiction.

3. (Delete if not applicable)

~~The consent to the merger by the shareholders of the subsidiary corporation was obtained pursuant to its Articles of
Incorporation. (Such consent is necessary if the Articles of Incorporation require approval of the merger by the vote of
the holders of more than the percentage of the shares owned by the parent corporation.)~~

4. (Delete if not applicable)

~~The consent to the merger by the shareholders of the parent corporation was obtained. (Such consent is necessary if
its Articles of Incorporation require shareholder approval of the merger, the plan of merger amends its Articles of
Incorporation, or a subsidiary is to be the surviving corporation.)~~


5. (Complete only if an effective date is desired other than the date of filing)

The merger shall be effective on the 31st day of December, 19 94

Signed this 22ND day of DECEMBER, 19 94

Telesis Technologies, Inc.
(Name of parent corporation)

By William Alt - Vice President
(Only signature of President, Vice-President, Chairperson, or Vice-Chairperson)


(Type or Print Name and Title)

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

Date Received
DEC 27 1994

(FOR BUREAU USE ONLY)

095EH0875 0103 DRG&FI #30.1

DEC 29 1994

Administrator
MICHIGAN DEPARTMENT OF COMMERCE
Corporation & Securities Bureau

Name Warner Norcross & Judd LLP
ATTN: Joseph M. Sweeney

Address 900 Old Kent Building
111 Lyon Street, N.W.

City Grand Rapids State Michigan Zip Code 49503-2489

EFFECTIVE DATE: December 31, 1994

Document will be returned to the name and address you enter above.

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For use by Parent and Subsidiary Profit Corporations

(Please read information and instructions on the last page)

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1. a. The name of each constituent corporation and its identification number is:

Telesis Technologies, Inc.

1	6	3	-	2	7	3
---	---	---	---	---	---	---

Telesis Marking Systems, Inc., an Ohio corporation

			-			
--	--	--	---	--	--	--

the charter no. 588360

b. The name of the surviving corporation and its identification number is:

Telesis Technologies, Inc.

1	6	3	-	2	7	3
---	---	---	---	---	---	---

c. For each subsidiary corporation, state:

Name of corporation	Number of outstanding shares in each class	Number of shares owned by the parent corporation in each class
Telesis Marking Systems, Inc.	35,230 shares of Common Stock	35,230

d. The manner and basis of converting the shares of each constituent corporation is as follows:

See attached Agreement and Plan of Merger

e. The amendments to the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

Article I of the Articles of Incorporation of Telesis Technologies, Inc. is hereby amended to state as follows:

Article I

The name of the corporation is:

Telesis Marking Systems, Inc.

f. Other provisions with respect to the merger are as follows:

See attached Agreement and Plan of Merger

6. The Bylaws of TELESIS TECHNOLOGIES, INC., as existing and constituted on the effective date of the merger shall be and constitute the Bylaws of the Surviving Corporation until the same are altered, amended, or repealed.

7. The directors of TELESIS TECHNOLOGIES, INC. on the effective date of the merger are:

William E. Alt
Richard T. Groos
David M. Grimes

8. The officers of TELESIS TECHNOLOGIES, INC. on the effective date of the merger are:

Richard T. Groos	-	President
Elizabeth A. Gustafson	-	Secretary/Treasurer
William E. Alt	-	Assistant Secretary

ARTICLE VIII

From and after the effective date of the merger, and until further amended as provided by law, the Articles of Incorporation of TELESIS TECHNOLOGIES, INC. shall constitute the corporate charter of the Surviving Corporation. Article I of the Articles of Incorporation of the Surviving Corporation shall be amended as follows:

Article I

The name of the corporation is:

TELESIS MARKING SYSTEMS, INC.

ARTICLE IX

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On the effective date of the merger, the Thirty-Five Thousand Two Hundred Thirty (35,230) issued and outstanding shares of Common Stock of TELESIS MARKING SYSTEMS, INC., shall thereupon, and without the surrender of stock certificates or any other action, be cancelled. The One Hundred (100) issued and outstanding shares of Common Stock of TELESIS TECHNOLOGIES, INC., shall not be converted, but each share which is issued and outstanding as of the effective date of the merger, shall continue to represent one issued and outstanding share of the Surviving Corporation.