

02-03-1999



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

01-21-1999  
U.S. Patent & TMO/TM Mail Rcpt Dt. #26

RECORDATION FORM  
TRADEMARKS ONLY

1.21.99

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

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger
  - Change of Name
  - Other
- Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- 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
- Citizenship/State of Incorporation/Organization

02/02/1999 DMSUYEN 00000155 972069

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 300.00 OP

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Mail documents to be recorded with required cover sheet(s) information to  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231  
**TRADEMARK**  
REEL: 1846 FRAME: 0692

**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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

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

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

Mark if additional numbers 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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="see attached"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

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

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: #

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.

Robert H. G. Lockwood  
Name of Person Signing

  
Signature

1/19/99  
Date Signed

**ATTACHMENT A TO FORM RECORDATION COVER SHEET FOR ASSIGNMENT  
FROM SHAW CARPET SHOWPLACE, INC.  
TO MAXIM RETAIL STORES, INC.**

CARPETLAND	972,069
CARPETLAND USA	972,070
CARPETLAND USA & Design	852,938
CUSA & Design	1,076,686
SMARTCHOICE	1,871,709
CARPETSMART	2,173,871
WALTER	1,188,757
CERTIFIED HCC HEALTHCARE CARPETS	1,863,793
SMARTCHOICE ASSURANCE	1,976,356
NEW YORK CARPET WORLD	1,210,903
NEW YORK CARPET WORLD	2,103,493
REEDY	1,874,378
REEDY CARPET AND TITLE	1,878,995

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 982190890  
CONTROL NUMBER: 9613822  
EFFECTIVE DATE: 08/09/1998  
REFERENCE : 0045  
PRINT DATE : 08/11/1998  
FORM NUMBER : 412

PATTIE M. RIMAS  
SMITH, GAMBRELL & RUSSELL, LLP  
1230 PEACHTREE STREET, N.E.  
SUITE 3100, PROMENADE II  
ATLANTA, GA 30309-3592

**CERTIFICATE OF MERGER AND NAME CHANGE**

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

**SHAW CARPET SHOWPLACE, INC.**, a Georgia corporation

Changing its name to:

**MAXIM RETAIL STORES, INC.**

Nonsurviving Entity/Entities:

**CMAX ACQUISITION, INC.**, a Georgia corporation



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

**TRADEMARK**

**REEL: 1846 FRAME: 0695**

**CERTIFICATE OF MERGER**  
of  
**CMAX ACQUISITION, INC., a Georgia corporation**  
with and into  
**SHAW CARPET SHOWPLACE, INC., a Georgia corporation**

The undersigned, a duly authorized officer of Shaw Carpet Showplace, Inc., a Georgia corporation, the surviving corporation of the merger of CMAX Acquisition, Inc. with and into Shaw Carpet Showplace, Inc. (the "Merger"), pursuant to Section 14-2-1105 of the Georgia Business Corporation Code, as amended, hereby executes this Certificate of Merger.

**I.**

The names of the corporations which are parties to the Merger are Shaw Carpet Showplace, a corporation organized under the laws of Georgia ("SCS"), and CMAX Acquisition, Inc., a corporation organized under the laws of Georgia ("CMAX"). CMAX shall be merged with and into SCS, and SCS will be the surviving corporation (hereinafter the "Surviving Corporation").

**II.**

Upon the effectiveness of the Merger, the Articles of Incorporation of the Surviving Corporation shall be the same as the Articles of Incorporation of SCS as they exist as of the date of filing of this Certificate of Merger except that the name of the Surviving Corporation shall be changed to "Maxim Retail Stores, Inc."

**III.**

The executed Agreement and Plan of Merger, dated as of June 23, 1998, by and among the Surviving Corporation, CMAX, and the other parties thereto (the "Agreement and Plan of Merger"), is on file at the principal place of business of the Surviving Corporation, the address of which is 210 TownPark Drive, Kennesaw, Georgia 30144.

**IV.**

A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of either corporation that is a party to the Merger.

**V.**

The Merger was duly approved by the shareholders of each of the constituent corporations in the Merger, as required by the Georgia Business Corporation Code.

VI.

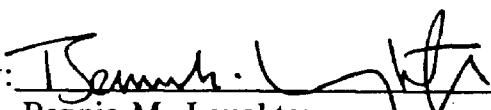
The request for publication of a notice of filing of this Certificate of Merger and payment therefor will be made as required by Section 14-2-1105.1(b) of the Georgia Business Corporation Code, as amended.

VII.

The Merger shall be effective as of 12:01 a.m., on August 9, 1998.

IN WITNESS WHEREOF, Shaw Carpet Showplace, Inc. has caused this Certificate of Merger to be executed in its name by its duly authorized officer on the 7th day of August, 1998.

SHAW CARPET SHOWPLACE, INC.

By:   
Bennie M. Laughter  
Vice President and Secretary

SECRETARY OF STATE  
AUG 7 3 42 PM '98  
BSR (6)

BSR (6)  
AUG 11 10 21 AM '98

SECRETARY OF STATE