

02-03-1999

HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-001 (exp. 4/94)



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To the Honorable Commissioner c

100956932

Attached original documents or copy thereof

1. Name of conveying party(ies):

Reptron Electronics, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Reptron Electronics, Inc.

Internal Address: _____

Street Address: 14401 McCormick Drive

City: Tampa State: FL Zip: 33626

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

If assignee is not domiciled in the United States, a domestic representative designation to attached: Yes No

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: December 31, 1993

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

A. Trademark Application No.s(s)

B. Trademark Registration No.(

2,196,819
1,230,911



01-25-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #64

Additional numbers attached? Yes No

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

Name: Kimberly A. Collins, Esq.

Internal Address: _____

THORP REED & ARMSTRONG

5TH FLOOR

Street Address: One Riverfront Center

CityPittsburgh State:PA ZIP: 15222

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41) \$ 65

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-0888

(Attach duplicate copy of this page if paying by deposit account)

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FC:482 25.00 OP

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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.

Kimberly A. Collins
Name of Person Signing

Kimberly A. Collins
Signature

1/21/99
Date

PA Id. No. 76998

Total number of pages including cover sheet, attachments, and documents:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1847 FRAME: 0159

EFFECTIVE DATE
12/21/93

**ARTICLES OF MERGER BETWEEN
REPTRON ELECTRONICS, INC., A MICHIGAN CORPORATION AND
REPTRON ELECTRONICS, INC., A FLORIDA CORPORATION**

Pursuant to the Florida Business Corporation Act and the Michigan Business Corporation Act, Reptron Electronics, Inc., a Michigan Corporation ("Reptron/Michigan") and Reptron Electronics, Inc. ("Survivor") adopt the following Articles of Merger for the purpose of merging Reptron/Michigan into the Survivor, the latter of which is to survive the merger.

ARTICLE I

The Plan of Merger is as follows:

PLAN OF MERGER

Reptron Electronics, Inc., a Michigan corporation ("Reptron/Michigan"), and Reptron Electronics, Inc., a Florida corporation (the "Survivor"), hereby adopt the following plan of merger pursuant to Section 607.1104, Florida Statutes.

a) The names of each corporation planning to merge are:

Reptron Electronics, Inc., a Michigan corporation
Reptron Electronics, Inc., a Florida corporation

b) The name of the surviving corporation is:

Reptron Electronics, Inc., a Florida corporation

c) The terms and conditions of merger are as follows:

On the effective date of the merger, Reptron/Michigan shall merge into the Survivor. The separate existence of Reptron/Michigan shall cease, its issued and outstanding stock shall be cancelled and the Survivor shall succeed to all the rights, privileges, immunities, and franchises and all the property, real, personal and mixed of Reptron/Michigan without the necessity for any separate transfer. The Survivor shall thereafter be responsible and liable for all obligations of Reptron/Michigan, including without limitation all rights and obligations of Reptron/Michigan under a certain Incentive Stock Option Plan granted December 3, 1993, and neither the rights of the creditors nor any liens on the property of Reptron/Michigan shall be impaired by the merger. There shall be no changes in the Articles of Incorporation of the Survivor as a result of this merger.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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d) The manner and basis of converting the shares of each corporation shall be as follows: On the effective date of the Merger each share of Reptron/Michigan common stock shall be converted on a pro rata basis into 4393.7 shares of the Survivor corporation upon surrender of the shareholders Reptron/Michigan stock certificates.

e) The assets of Reptron/Michigan shall be reported in the accounts of the Survivor at their book value as of the effective date of the merger. The aggregate stated capital, capital surplus, and earned surplus of Reptron/Michigan and the Survivor shall be, respectively, the stated capital, capital surplus, and earned surplus of the Survivor.

f) Effective date of the merger shall be the later of the filing date or December 31, 1993.

ARTICLE II

Effective date of the merger shall be the later of the filing date or December 31, 1993.


ARTICLE III

Reptron/Michigan adopted the Plan of Merger on December 23, 1993, at a meeting of the board of directors and shareholders and Reptron/Florida adopted the Plan of Merger as of December 28, 1993 by unanimous written consent of the Board of Directors before the issuance of any shares pursuant to Section 607.1103 of the Florida Business Corporation Act. A sufficient number of votes of both corporations to approve the merger was obtained.

ARTICLE IV

Reptron/Michigan will act as agent for the Surviving Corporation if the merger is consummated after December 31, 1993.

IN WITNESS WHEREOF, the undersigned have executed this document this 31st day of December 1993.


Paul J. Plante, Vice President of
Reptron Electronics, Inc., a
Michigan corporation


Paul J. Plante, Vice President of
Reptron Electronics, Inc., a
Florida corporation