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100996053

To the Honorable Commissioner of Patents and Trademarks

original documents or copy thereof.

1. Name of conveying party(ies):

Kenwood Associates, Inc.

- Individual(s)
- General Partnership
- Corporation-State Illinois
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: September 21, 1998

2. Name and address of receiving party(ies)

Name: IKON Office Solutions Technology Services, Inc.

Internal Address: _____

Street Address: 70 Valley Stream Parkway

City: Malvern State: PA ZIP: 19355

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1529666

1528196

1546841

Additional numbers attached? Yes No

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

Name: Tracy A. Bacigalupo, Esquire

Internal Address: Ballard Spahr Andrews & Ingersoll, LLP

Street Address: 300 East Lombard Street
Suite 1900

City: Baltimore State: MD ZIP: 21202

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

01 FC:481 40.00 OP
02 FC:482 50.00 OP

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.

Tracy A. Bacigalupo
Name of Person Signing

Tracy Bacigalupo
Signature

Mar. 16, 1999
Date

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

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

TRADEMARK
REEL: 1876 FRAME: 0363

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ALPHA CONSULTANTS, INC.", A CONNECTICUT CORPORATION,

"BCS INTEGRATION, INC.", A UTAH CORPORATION,

"CARLSON GROUP, INC.", A NORTH CAROLINA CORPORATION,

"COMMAND SERVICES CORPORATION", A NEW YORK CORPORATION,

"CONNECTIVITY, INC.", A OREGON CORPORATION,

"EXECUTIVE AUTOMATION CONSULTANTS, INC.", A KANSAS CORPORATION,

"JANZSEN COMPUTER CORPORATION", A KANSAS CORPORATION,

"JENED ENTERPRISES, INC.", A ARIZONA CORPORATION,

"KENWOOD ASSOCIATES, INC.", A ILLINOIS CORPORATION,

"LSI NETWORKS, INC.", A NEW YORK CORPORATION,

"MICRO INFORMATION SYSTEMS, INC.", A WISCONSIN CORPORATION,

"MON-WAL, INC.", A FLORIDA CORPORATION,

"NOVA INFORMATION SYSTEMS, INC.", A DELAWARE CORPORATION,

"OA SOLUTIONS, INC.", A NEW YORK CORPORATION,

"PERCOMCO, INC.", A INDIANA CORPORATION,

"PROFESSIONAL COMPUTING, INC.", A CALIFORNIA CORPORATION,



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2775839 8100M

AUTHENTICATION: 9606023

991081120

DATE: 03-02-99

TRADEMARK
REEL: 1876 FRAME: 0364

"REAL WORLD SYSTEMS, INC.", A PENNSYLVANIA CORPORATION,
"STRATEGY ONE, INC.", A PENNSYLVANIA CORPORATION,
"SUNRISE COMPUTER SYSTEMS, INC.", A OHIO CORPORATION,
"UNIVERSAL NETWORKS, INC.", A ILLINOIS CORPORATION,
"USCONNECT, INC.", A DELAWARE CORPORATION,
"VIRTUAL NETWORKS, INC.", A CALIFORNIA CORPORATION,
"3D COMMUNICATIONS, INC.", A UTAH CORPORATION,
WITH AND INTO "IKON OFFICE SOLUTIONS TECHNOLOGY SERVICES,
INC." UNDER THE NAME OF "IKON OFFICE SOLUTIONS TECHNOLOGY
SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT 10 O'CLOCK
A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2775839 8100M

991081120

AUTHENTICATION:

9606023

DATE:

010299
TRADEMARK

REEL: 1876 FRAME: 0365

CERTIFICATE OF MERGER

MERGING

3D COMMUNICATIONS, INC.
ALPHA CONSULTANTS, INC.
BCS INTEGRATION, INC.
CARLSON GROUP, INC.
COMMAND SERVICES CORPORATION
CONNECTIVITY, INC.
EXECUTIVE AUTOMATION CONSULTANTS, INC.
JANZEN COMPUTER CORPORATION
JENED ENTERPRISES, INC.
KENWOOD ASSOCIATES, INC.
LSI NETWORKS, INC.
MICRO INFORMATION SYSTEMS, INC.
MON-WAL, INC.
NOVA INFORMATION SYSTEMS, INC.
OA SOLUTIONS, INC.
PERCOMCO, INC.
PROFESSIONAL COMPUTING, INC.
REAL WORLD SYSTEMS, INC.
STRATEGY ONE, INC.
SUNRISE COMPUTER SYSTEMS, INC.
US CONNECT, INC.
UNIVERSAL NETWORKS, INC.
VIRTUAL NETWORKS, INC.

INTO

IKON OFFICE SOLUTIONS TECHNOLOGY SERVICES, INC.

THE UNDERSIGNED corporations hereby execute the following Certificate of Merger merging 3D Communications, Inc., Alpha Consultants, Inc., BCS Integration, Inc., Carlson Group, Inc., Command Services Corporation, Connectivity, Inc., Executive Automation Consultants, Inc., Janzsen Computer Corporation, Jened Enterprises, Inc., Kenwood Associates, Inc., LSI Networks, Inc., Micro Information Systems, Inc., Mon-Wal, Inc., Nova Information Systems, Inc., OA Solutions, Inc., PERCOMCO, Inc., Professional Computing, Inc., Real World Systems, Inc., Strategy One, Inc., Sunrise Computer Systems, Inc., US Connect, Inc., Universal Networks, Inc. and Virtual Networks, Inc. pursuant to *Section 252 of the Delaware General Corporation Law*.

I.

3D Communications, Inc., a Utah corporation; Alpha Consultants, Inc., a Connecticut corporation; BCS Integration, Inc., a Utah corporation; Carlson Group, Inc., a North Carolina corporation; Command Services Corporation, a New York corporation; Connectivity, Inc., an Oregon corporation; Executive Automation Consultants, Inc., a Kansas corporation; Janzsen

Computer Corporation, a Kansas corporation; Jened Enterprises, Inc., an Arizona corporation; Kenwood Associates, Inc., an Illinois corporation; LSI Networks, Inc., a New York corporation; Micro Information Systems, Inc., a Wisconsin corporation; Mon-Wal, Inc., a Florida corporation; Nova Information Systems, Inc., a Delaware corporation; OA Solutions, Inc., a New York corporation, PERCOMCO, Inc., an Indiana corporation, Professional Computing, Inc., a California corporation; Real World Systems, Inc., a Pennsylvania corporation; Strategy One, Inc., a Pennsylvania corporation; Sunrise Computer Systems, Inc., an Ohio corporation; US Connect, Inc., a Delaware corporation; Universal Networks, Inc., an Illinois corporation and Virtual Networks, Inc., a California corporation, shall merge with and into IKON Office Solutions Technology Services, Inc., a Delaware corporation. IKON Office Solutions Technology Services, Inc. shall survive the merger and assume the liabilities of 3D Communications, Inc., Alpha Consultants, Inc., BCS Integration, Inc., Carlson Group, Inc., Command Services Corporation, Connectivity, Inc., Executive Automation Consultants, Inc., Janzsen Computer Corporation, Jened Enterprises, Inc., Kenwood Associates, Inc., LSI Networks, Inc., Micro Information Systems, Inc., Mon-Wal, Inc., Nova Information Systems, Inc., OA Solutions, Inc., Professional Computing, Inc., Real World Systems, Inc., Strategy One, Inc., Sunrise Computer Systems, Inc., US Connect, Inc., Universal Networks, Inc. and Virtual Networks, Inc. The separate existence of 3D Communications, Inc., Alpha Consultants, Inc., BCS Integration, Inc., Carlson Group, Inc., Command Services Corporation, Connectivity, Inc., Executive Automation Consultants, Inc., Janzsen Computer Corporation, Jened Enterprises, Inc., Kenwood Associates, Inc., LSI Networks, Inc., Micro Information Systems, Inc., Mon-Wal, Inc., Nova Information Systems, Inc., OA Solutions, Inc., PERCOMCO, Inc., Professional Computing, Inc., Real World Systems, Inc., Strategy One, Inc., Sunrise Computer Systems, Inc., US Connect, Inc., Universal Networks, Inc. and Virtual Networks, Inc. shall cease.

II.

An Agreement of Merger was approved by the Sole Director and Sole Shareholder of 3D Communications, Inc., Alpha Consultants, Inc., BCS Integration, Inc., Carlson Group, Inc., Command Services Corporation, Connectivity, Inc., Executive Automation Consultants, Inc., Janzsen Computer Corporation, Jened Enterprises, Inc., Kenwood Associates, Inc., LSI Networks, Inc., Micro Information Systems, Inc., Mon-Wal, Inc., Nova Information Systems, Inc., OA Solutions, Inc., PERCOMCO, Inc., Professional Computing, Inc., Real World Systems, Inc., Strategy One, Inc., Sunrise Computer Systems, Inc., US Connect, Inc., Universal Networks, Inc. and Virtual Networks, Inc. on August 5, 1998 and by the Sole Director and Sole Shareholder of IKON Office Solutions Technology Services, Inc. on August 5, 1998.

III.

The name of the surviving corporation is IKON Office Solutions Technology Services, Inc.

IV.

That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

V.

The Certificate of Incorporation of IKON Office Solutions Technology Services, Inc. shall be the Certificate of Incorporation of the corporation surviving the mergers. No changes or amendments shall be made to the Certificate of Incorporation of IKON Office Solutions Technology Services, Inc. because of said mergers.

VI.

An executed Agreement of Merger is on file at IKON Office Solutions Technology Services, Inc. at 70 Valley Stream Parkway, Malvern, PA 19355.

VII.

A copy of the Agreement of Merger will be furnished by IKON Office Solutions Technology Services, Inc. on request and without cost, to any stockholder of 3D Communications, Inc., Alpha Consultants, Inc., BCS Integration, Inc., Carlson Group, Inc., Command Services Corporation, Connectivity, Inc., Executive Automation Consultants, Inc., Janzsen Computer Corporation, Jened Enterprises, Inc., Kenwood Associates, Inc., LSI Networks, Inc., Micro Information Systems, Inc., Mon-Wal, Inc., Nova Information Systems, Inc., OA Solutions, Inc., PERCOMCO, Inc., Professional Computing, Inc., Real World Systems, Inc., Strategy One, Inc., Sunrise Computer Systems, Inc., US Connect, Inc., Universal Networks, Inc. and Virtual Networks, Inc.

VIII.

The authorized capital stock of the merging corporations is as follows: 3D Communications, Inc. is 50,000, common shares, \$10.00 par value; Alpha Consultants, Inc. is 100 common shares, \$1.00 par value; BCS Integration, Inc. is 5,000,000 common shares; no par value; Carlson Group, Inc. is 1,000,000 common shares; no par value; Command Services Corporation is 200 common shares, ND par value; Connectivity, Inc. is 1,000 common shares, no par value; Executive Automation Consultants, Inc. is 100,000 common shares, no par value; Janzsen Computer Corporation is 100,000,000 common shares, no par value; Jened Enterprises, Inc. is 1,000,000 common shares; \$1.00 par value; Kenwood Associates, Inc., is 4,000

common shares, no par value; LSI Networks, Inc. is 200 common shares, no par value; Micro Information Systems, Inc. is 50,000 common shares, \$1.00 par value; Mon-Wal, Inc. is 2,000,000 common shares, \$.10 par value; Nova Information Systems, Inc. is 1,000 common shares, no par value; OA Solutions, Inc. is 2,000 common shares, \$10.00 par value; PERCOMCO, Inc. is 20,000 common shares, \$10.00 par value; Professional Computing, Inc. is 10,000 common shares, no par value; Real World Systems, Inc. is 5,000,000 common shares, no par value; Strategy One, Inc. is 1,000,000 common shares, no par value; Sunrise Computer Systems, Inc. is 750 common shares, no par value; US Connect, Inc. is 7,501,500 common shares, \$1.00 par value; Universal Networks, Inc. is 1,000 common shares, no par value; and Virtual Networks, Inc. is 1,000 common shares, no par value.

IN WITNESS WHEREOF, 3D Communications, Inc., Alpha Consultants, Inc., BCS Integration, Inc., Carlson Group, Inc., Command Services Corporation, Connectivity, Inc., Executive Automation Consultants, Inc., Janzsen Computer Corporation, Jened Enterprises, Inc., Kenwood Associates, Inc., LSI Networks, Inc., Micro Information Systems, Inc., Mon-Wal, Inc., Nova Information Systems, Inc., OA Solutions, Inc., PERCOMCO, Inc., Professional Computing, Inc., Real World Systems, Inc., Strategy One, Inc., Sunrise Computer Systems, Inc., US Connect, Inc., Universal Networks, Inc., Virtual Networks, Inc. and IKON Office Solutions Technology Services, Inc., by their respective officers, hereunto duly authorized, have caused this Certificate of Merger to be executed this 21st day of September, 1998.

3D COMMUNICATIONS, INC.
By: Michael H. Dudek
Michael H. Dudek - Vice President

ALPHA CONSULTANTS, INC.
By: Michael H. Dudek
Michael H. Dudek - Vice President

Attest: Karin M. Kinney
Karin M. Kinney - Secretary

Attest: Karin M. Kinney
Karin M. Kinney - Secretary

BCS INTEGRATION, INC.

By: Michael H. Dudek
Michael H. Dudek - Vice President

Attest: Karin M. Kinney
Karin M. Kinney - Secretary

CARLSON GROUP, INC.

By: Michael H. Dudek
Michael H. Dudek - Vice President

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Karin M. Kinney - Secretary

PERCOMCO, INC.

By: Michael H. Dudek
Michael H. Dudek - Vice President

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Karin M. Kinney - Secretary

COMMAND SERVICES CORPORATION

By: Michael H. Dudek
Michael H. Dudek - Vice President

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CONNECTIVITY, INC.

By: Michael H. Dudek
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JANZEN COMPUTER CORPORATION

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MICRO INFORMATION SYSTEMS, INC.

By: Michael H. Dudek
Michael H. Dudek - Vice President

Attest: Karin M. Kinney
Karin M. Kinney - Secretary

MON-WAL, INC.

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Michael H. Dudek - Vice President

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Michael H. Dudek - Vice President

Attest: Karin M. Kinney
Karin M. Kinney - Secretary

IKON OFFICE SOLUTIONS TECHNOLOGY SERVICES, INC.

By: Michael H. Dudek
Michael H. Dudek - Vice President