

03-23-1999



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TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

RECORDATION FORM COVER SHEET

TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS:

Please record the attached original documents or copy thereof:

1. Name and address of conveying party:

Moose Products, Inc.

2. Name and address of receiving party:

Aritech Corporation
1510 Tate Boulevard, S.E.
Hickory, N.C. 28603

3. Nature of conveyance: Articles of Merger

Execution Date: December 31, 1995

4. Registration No.: 1,098,000

Mark: MOOSE

Registration Date: August 1, 1978

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

Gary W. Glisson
Stoel Rives LLP
900 S.W. Fifth Avenue, Suite 2300
Portland, Oregon 97204
(503) 224-3380

6. Total number of applications and registrations involved: ONE (1)

7. Total fee (37 CFR 3.41): \$40.00

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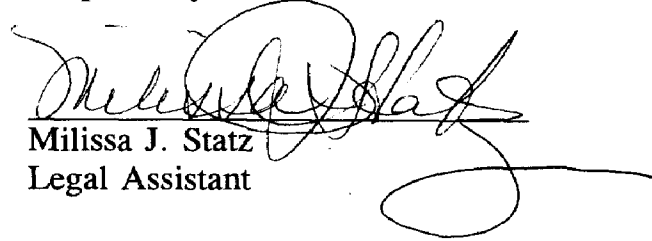
Express Mail No. EM049437936US
March 17, 1999

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REEL: 1876 FRAME: 0609

MRD 3/18/99

8. The Commissioner is hereby authorized to charge any additional fees which may be required in connection with the recording of this document or to credit any overpayment to Deposit Account No. 19-4455.
9. 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.

Respectfully submitted,


Milissa J. Statz
Legal Assistant

Total number of pages comprising cover sheet and conveyance: FIVE (5)

Date: March 17, 1999
STOEL RIVES LLP
900 SW Fifth Avenue, Suite 2600
Portland, Oregon 97204-1268
Telephone: (503) 224-3380
Attorney Docket No. 21391-0531

STATE OF NORTH CAROLINA



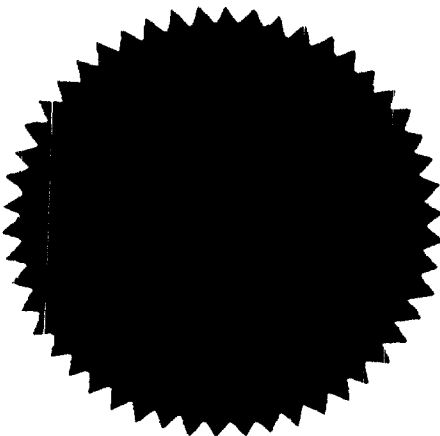
Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

**ARTICLES OF MERGER
OF
MOOSE PRODUCTS, INC.
INTO
ARITECH CORP. (DELAWARE)**

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 1st day of March, 1999.

Elaine F. Marshall

Secretary of State

TRADEMARK
REEL: 1876 FRAME: 0611

FILED

4:30 P.M.

DEC 29 1995

EFFECTIVE 12-31-95 11:59:59 P.

State of North Carolina
Department of the Secretary of State

ARTICLES OF MERGER OR SHARE EXCHANGE
BUSINESS CORPORATION

Pursuant to §55-11-05 of the General Statutes of North Carolina, the undersigned corporation as the surviving corporation in a merger hereby submits the following Articles of Merger.

- The name of the surviving or acquiring corporation is Aritech Corp. (Delaware) a corporation organized under the laws of Delaware; the name of the merged corporation is Moose Products, Inc. a corporation organized under the laws of North Carolina.
- Attached is a copy of the Plan of Merger or Share Exchange that was duly approved in the manner prescribed by law for each of the corporations participating in the merger or share exchange.
- With respect to the surviving/acquiring corporation (check either a or b, as applicable):
 - Shareholder approval was not required for the merger or share exchange.
 - Shareholder approval was required for the merger or share exchange, and the plan of merger or share exchange was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
- With respect to the merged/acquired corporation (check either a or b, as applicable):
 - Shareholder approval was not required for the merger or share exchange.
 - Shareholder approval was required for the merger or share exchange, and the plan of merger or share exchange was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
- These articles will be effective upon filing, unless a delayed date and/or time is specified: December 31, 1995.

This the 8th day of December, 19 95

Aritech Corp. (Delaware)
Name of Corporation

Mary LaRue
Signature

Mary LaRue, Secretary
Type or Print Name and Title

NOTES

- Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.
- In the case of a merger, Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. §47.18.1

(Revised July 1994)

PLAN OF MERGER

1. Aritech Corp,^(Delaware) which is a business corporation in the State of Delaware and is the parent corporation and the owner of all of the outstanding shares of Moose Products, Inc., which is a business corporation of the State of North Carolina and the subsidiary corporation, hereby merges Moose Products, Inc. into Aritech Corp,^(Delaware) pursuant to the provisions of the North Carolina Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of Aritech Corp. (Delaware).
2. The separate existence of Moose Products, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the North Carolina Business Corporation Act; and Aritech Corp,^(Delaware) shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.
3. The issued shares of Moose Products, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of Aritech Corp,^(Delaware) are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.