

05-04-1999

RECC



Patent and Trademark Office  
Docket No. 33892-25030

101029049

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
The Edge Company of Brattleboro, Inc.

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-Vermont       Other

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

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

Name: The Edge Company Catalog, Inc.  
Street Address: 100 Plaza Drive  
City: Scacaucus, State: NJ ZIP: 07094

Individual(s) citizenship: \_\_\_\_\_  
 Association: \_\_\_\_\_  
 General Partnership: \_\_\_\_\_  
 Limited Partnership: \_\_\_\_\_  
 Corporation-State: New Hampshire  
 Other: \_\_\_\_\_

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other:

Execution Date: March 1, 1995

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)      B. Registration No.(s)  
  
1,835,402

Additional numbers attached?  Yes  No

4/26/99

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

Ronald P. Flynn  
Morrison & Foerster LLP  
425 Market Street  
San Francisco, California 94105-2482

6. Total number of applications and trademark registrations involved: 1

7. Total fee (37 C.F.R. § 3.41): \$40

Enclosed  
 Authorized to be charged to deposit account, referencing Attorney Docket 33892-25030

8. Deposit account number: 03-1952

The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 03-1952.

**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.

Name: Ronald P. Flynn      Ronald P. Flynn      4-23-99  
Signature      Date

Total number of pages comprising cover sheet, attachments and document: 3

05/03/1999 JSHABAZZ 00000103 1835402  
01 FC:481      40.00 OP

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

sf-679610

STATE OF VERMONT  
OFFICE OF SECRETARY OF STATE



*Certificate of Merger*

*I, James F. Milne, Secretary of State of the State of Vermont, do hereby certify that the merger of*

*The Edge Company of Brattleboro, Inc.*

*a Vermont domestic corporation*

*into*

*The Edge Company Catalog, Inc.*

*a New Hampshire domestic corporation*

*was filed in this office effective on March 1, 1995.*

*The name of the surviving corporation is*

*The Edge Company Catalog, Inc.*

*March 1, 1995*

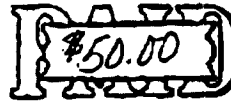
*Given under my hand and the seal  
of the State of Vermont, at  
Montpelier, the State Capital*

A handwritten signature in cursive script that reads "James F. Milne".

*James F. Milne  
Secretary of State*



48505



ARTICLES OF MERGER

Pursuant to the provisions of Vermont Statutes Annotated 11A§11.01 et.seq. and New Hampshire RSA 293-A:11, the undersigned domestic corporation has adopted the following articles of merger for the purpose of merging into a foreign corporation.

1. The names of the corporations involved and the states under the laws of which each is organized are:

The Edge Company of Brattleboro, Inc., - Vermont  
The Edge Company Catalog, Inc. - New Hampshire

2. The laws of the state under which such foreign corporation is organized permit such merger.

3. The name of the surviving corporation is The Edge Company Catalog, Inc. and it is to be governed by the laws of the State of New Hampshire.

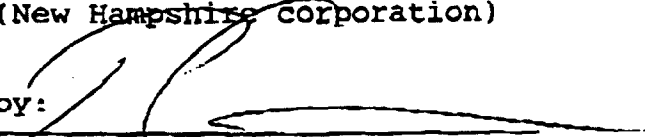
4. The plan of merger, a copy of which is attached hereto and made by reference a part hereof, was adopted by the Board of Directors of The Edge Company of Brattleboro, Inc. on February 13, 1995, in the manner prescribed by law, and was approved by the Board of Directors of the Edge Company Catalog, Inc. on February 13, 1995.


5. The shareholders and directors of The Edge Company of Brattleboro, Inc. (Vermont corporation) and The Edge Company Catalog, Inc. (New Hampshire corporation) being identical, no shareholder approval is required pursuant to NH RSA 293-A:11.03(g) for the foreign (New Hampshire) corporation.

6. At the time of merger, the Edge Company of Brattleboro, Inc. had one class of stock only, that being common capital stock, and there were one thousand (1000) shares issued and outstanding and entitled to be cast in consideration of the plan of merger. At a duly constituted meeting of the Shareholders of The Edge Company of Brattleboro, Inc., duly warned and held on February 13, 1995, one thousand (1000) votes were cast in favor of the plan of merger and no (0) votes were cast against with the result that the plan of merger as adopted by the Board of Directors was approved by the Shareholders of The Edge Company of Brattleboro, Inc.

The effective date of the merger is immediately upon filing of these ARTICLES of Merger with the Secretary of State of Vermont and the filing of their counterpart with the Secretary of State of New Hampshire.

Dated: February 13, 1995  
The Edge Company Catalog, Inc  
(New Hampshire corporation)

by:   
Patrick Gaffney, President

ATTEST:  
  
Sheri Momaney  
Secretary