

4-30-99

05-18-1999

TRADEMARK



101039017

To the Honorable Commissioner of Patents and Trademarks: Please refer to

Serial Number of documents or copy thereof.

1. Name of conveying party(ies): SPRINGWALL, INC.

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

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

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

Name: SPRINGWALL, INC.

Internal Address:

Street Address: 1286 Milledge St.

City: East Point State: GA ZIP: 30334

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

3. Nature of conveyance:

Assignment X Merger
Security Agreement Change of Name
Other

Execution Date: December 30, 1998

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

A. Trademark Application No.(s) B. Trademark Registration No.(s)

05/17/1999 NTHA11 00000004 374829 374,829

01 FC:481 40.00 0P Additional numbers attached? X Yes No
02 FC:482 475.00 0P

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

Name: Sylvia A. Petrosky, Esq.

Internal Address:

Street Address: 1050 Ghent Road

City: Akron State: OH ZIP: 44333

6. Total Number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41):. \$ 515.00

X Enclosed
Authorized to be charged to deposit account

8. Deposit Account Number:

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

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.

Sylvia A. Petrosky Sylvia A. Petrosky 4-26-99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

REGISTRATION

MARK

| | |
|-----------|------------------------------|
| 378,578 | QUILTRESS |
| 512,637 | SUPEREST |
| 573,272 | POSTURGUARD |
| 609,592 | SPRINGWALL |
| 656,436 | SPRINGWALL |
| 685,937 | SPRINGWALL MATTRESS & DESIGN |
| 685,938 | SPRINGWALL MATTRESS & DESIGN |
| 756,409 | SAN HYGIENE |
| 763,502 | STERI-GUARD |
| 794,793 | CHIROPRACTIC |
| 840,456 | FORM-FIT |
| 891,268 | SPRINGWALL & DESIGN |
| 1,052,420 | CHIRO |
| 1,248,361 | CHIRO PREMIER |
| 1,248,362 | CHIRO-PRESTIGE |
| 1,248,363 | CHIRO-PILLOW TOP |
| 1,332,220 | CHIRO-CARE |
| 1,862,081 | CHIROPRACTIC MATTRESS CENTER |
| 1,965,332 | CHIROPEDIC |

Office of the Secretary of State

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:

"SPRINGWALL, INC.", A FLORIDA CORPORATION,

WITH AND INTO "SPRINGWALL, INC." UNDER THE NAME OF

"SPRINGWALL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF FEBRUARY, A.D. 1999, AT 12 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2884391 8100M

991065284

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9585608

DATE: 02-19-99

TRADEMARK
REEL: 001897 FRAME: 0162

**CERTIFICATE OF MERGER
OF
SPRINGWALL, INC., a Florida corporation
INTO
SPRINGWALL, INC., a Delaware corporation**

(For Filing with Delaware Secretary of State)

The undersigned corporation does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>NAME</u> | <u>STATE OF INCORPORATION</u> |
|------------------|-------------------------------|
| SPRINGWALL, INC. | Florida |
| SPRINGWALL, INC. | Delaware |

SECOND: That an Agreement and Plan 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 Corporations Law of Delaware.

✓ **THIRD:** That the name of the surviving corporation of the merger is SPRINGWALL, INC., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of SPRINGWALL, INC., a Delaware corporation, which is the surviving corporation, shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 40 Weldon Street, Suite 102, Moncton, New Brunswick, Canada, E1C 5V8.


SIXTH: That a copy of the Agreement and Plan of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the authorized capital stock of SPRINGWALL, INC., a Florida corporation which is a constituent corporation of the Merger, is comprised of 100 shares of common stock, without par value, all of which shares are owned by Springwall Group International, Inc., a corporation organized under the laws of Canada.

EIGHTH: That this Certificate of Merger shall be effective at the date and time of the acceptance for filing of this Certificate of Merger with the Secretary of State of Delaware, or the date and time of the acceptance for filing of Articles of Merger with the Secretary of State of Florida, whichever shall occur later.

Dated: December 30, 1998.

SPRINGWALL, INC.

By: 

Boyd R. Kay, President