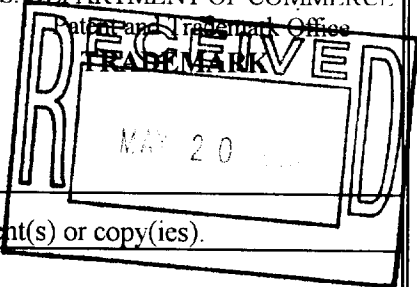


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

05-25-1999

U.S. DEPARTMENT OF COMMERCE



REC'D



ET

Our Ref: 42648-0056,0059,0061,0138

101044799
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

MRD
5-20-99

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name February 28, 1998
- Other _____

Conveying Party

____ Mark if additional names of conveying parties attached

Name Name Rite Merger Company, L.L.C.

Execution Date
Month Day Year

February 25, 1998

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

____ Mark if additional names of receiving parties attached

Name Name Rite, L.L.C.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 31797 Highway 79 South

Address (line 2) Temecula, California 92592

Address (line 3) _____

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other Limited Liability Company

Citizenship/State of Incorporation/Organization Delaware

05/24/1999 DMGUYEN 00000199 875773

FOR OFFICE USE ONLY

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

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

TRADEMARK
REEL: 001903 FRAME: 0607

Domestic Representative Name and Address

Enter for the first Receiving Party only.

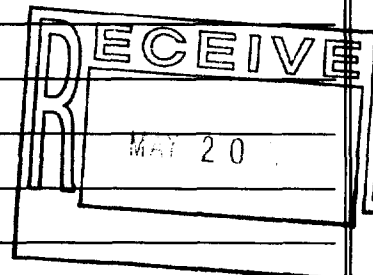
Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____



Correspondent Name and Address

Area Code and Telephone Number (202) 467-7846

Name Brett I. Miller, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036

Pages Enter the total number of pages of the attached conveyance document including any attachments.

4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers are attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

875,773 877,669
1,280,221

Number of Properties Enter the total number of properties involved. 3

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$ 90.00

Method of Payment: Enclosed X Deposit Account _____

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X No _____

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. Charges to deposit account are authorized, as indicated herein.

Brett I. Miller

Name of Person Signing

Signature

May 20, 1999

Date Signed

CERTIFICATE OF MERGER

OF

NAME RITE, INC.
(A Delaware corporation)

WITH AND INTO

NAME RITE MERGER COMPANY, L.L.C.
(A Delaware limited liability company)

Pursuant to Section 103 and Section 264(c)
of the General Corporation Law of the State of Delaware and
Section 18-209 of the Delaware Limited Liability Company Act

Name Rite, Inc. a Delaware corporation which desires to merge with Name Rite Merger Company, L.L.C., a Delaware limited liability company, pursuant to the provisions of Section 264(c) of the General Corporation Law of the state of Delaware (the "Merger"), hereby certifies as follows:

FIRST: The names and state of organization of each of the constituent entities in the Merger (the "Constituent Entities") are as follows:

<u>Name of Entity</u>	<u>State of Organization</u>
Name Rite, Inc.	Delaware
Name Rite Merger Company, L.L.C.	Delaware

SECOND: An Agreement and Plan of Merger between the Constituent Entities has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Section 264(c) of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The surviving company shall be Name Rite Merger Company, L.L.C., a Delaware limited liability company (the "Surviving Company"), which shall change its name to Name Rite, L.L.C.

FOURTH: The Certificate of Formation of Name Rite Merger Company, L.L.C., as in effect immediately prior to the filing of this Certificate of Merger, shall be the Certificate of Formation of the Surviving Company except that Article FIRST shall be amended to read as follows:

1. The name of the limited liability company is Name Rite, L.L.C.

FIFTH: The executed Agreement and Plan of Merger is on file at 30 Hunter Lane, Camp Hill, PA 17011

SIXTH: A copy of the executed Agreement and Plan of Merger will be furnished by the Surviving Company, on request and without cost, to any holder of an equity interest in either of the Constituent Entities.

SEVENTH: This Certificate of Merger shall become effective at 11:50 p.m. on February 28, 1998.

* * *

IN WITNESS WHEREOF, Name Rite Merger Company, L.L.C. has caused this Certificate of Merger to be signed as of this 25th day of February, 1998.

NAME RITE MERGER COMPANY, L.L.C.
a Delaware limited liability company

By: 
Name: Elliot S. Gerson
Authorized Person