



To the Honorable Commissioner of Patents

Original documents or copy thereof.

101055736

1. Name of conveying party(ies):

Rapdel, Inc.

- Individual(s)
- General Partnership
- Corporation-Delaware
- 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

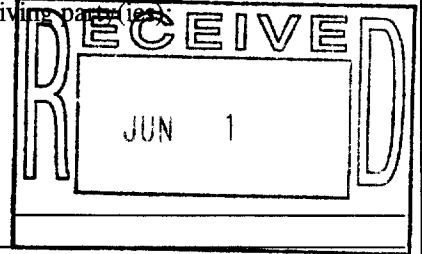
Execution Date: December 28, 1998

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

Rapidforms, Inc.  
301 Grove Road  
Thorofare, NJ 08086-9499

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

If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No  
(Designation must be a separate document from Assignment)  
Additional name(s) & addresses attached?  Yes  No



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

A. Trademark Application No.(s): 75/431,246

B. Trademark Reg. No.(s):

Additional numbers attached  Yes  No

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

Stephen J. Meyers, Esq.  
Seidel, Gonda, Lavorgna & Monaco, P.C.  
Suite 1800 Two Penn Center Plaza  
Philadelphia, PA 19102

Attorney Docket No. 9217-38

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41)

\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 19-1135

DO NOT USE THIS SPACE

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.

STEPHEN J. MEYERS

Name of Person Signing

[Signature]  
Signature

27 May 1999

Date

Total number of pages including cover sheet, attachments and document: 7

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

06/04/1999 DNGUYEN 00000069 191135 75431246  
FC:481 40.00 CH  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

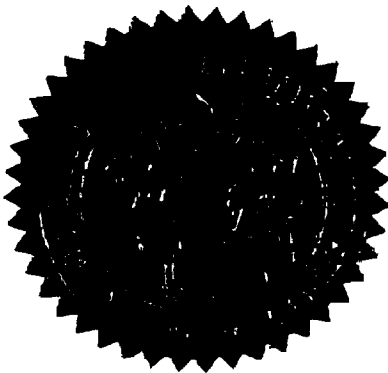
STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
CERTIFICATE RELATIVE - MERGER

RAPIDFORMS, INC.

With the Previous or Alternate Name  
BUSINESS ENVELOPE

I, the Treasurer of the State of New Jersey,  
do hereby certify, that the above-named  
New Jersey Domestic Profit Corporation did  
on the 28th day of December, 1998, file and record  
in this department a Certificate of Merger of  
Rapedel, Inc.  
A Delaware Corporation  
into Rapidforms, Inc.  
which is the surviving business entity. This certificate  
is herein issued as by the statutes of this State required.

IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
29th day of December, 1998



James A DiEleuterio, Jr.  
Treasurer

**CERTIFICATE OF MERGER**  
**MERGING**  
**RAPDEL, INC.**  
**INTO**  
**RAPIDFORMS, INC.**

**FILED**

**DEC 28 1998**

**James A. DiEsterio, Jr.**  
**State Treasurer**

(Pursuant to Section 14A:10-7(4) of the  
Business Corporation Act of New Jersey)

To: The Secretary of State  
State of New Jersey

Rapidforms, Inc., a corporation organized and existing under the laws of the State of New Jersey (the "Corporation"), does hereby certify that the Corporation owns 100% of the outstanding shares of each class of capital stock of Rapdel, Inc., a corporation organized and existing under the laws of the State of Delaware ("Rapdel"); and that the laws of the state of incorporation of Rapdel permit a corporation of such jurisdiction to merge with a corporation of another jurisdiction; and that the Corporation, by a resolution of its Board of Directors duly adopted by unanimous written consent on December 28, 1998, determined to merge Rapdel into the Corporation, which resolution is in the following words to wit:

**VOTED:** That a Plan of Merger, pursuant to which the Corporation shall merge with Rapdel, Inc., a Delaware corporation and a wholly owned subsidiary of the Corporation, in accordance with Section 14A:10-7(4) of the Business Corporation Act of New Jersey and Section 253 of the General Corporation Law of Delaware, is hereby approved and adopted as follows:

First: The issued and outstanding capital stock of Rapdel, Inc., a Delaware corporation ("Rapdel"), consists of 10 shares of common stock, par value \$.01 per share, all of which shares are owned by Rapidforms, Inc., a New Jersey corporation (the "Corporation").

Second: Rapdel shall be merged into the Corporation (the "Merger") with the Corporation being the surviving corporation (the "Surviving Corporation").

Third: The effective time of the Merger shall be upon the filing of the Certificate of Merger of Rapdel into the Corporation with the Secretary of State of New Jersey following the filing of the Certificate of Ownership and

Merger merging Rapdel into the Corporation with the Secretary of State of Delaware.

Fourth: The issued and outstanding shares of capital stock of Rapdel shall be cancelled at the effective time of the Merger without further action on the part of the Corporation as the holder of such shares, and the issued and outstanding shares of capital stock of the Corporation shall remain issued and outstanding without change.

Fifth: The Certificate of Incorporation of the Corporation as in effect as of the effective time of the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

IN WITNESS WHEREOF, Rapidforms, Inc. has caused this Certificate of Merger to be signed by its President on this 28th day of December, 1998.

By: Richard T. Riley  
Richard T. Riley  
President

ATTEST:

By: Craig Barrows  
Craig Barrows  
Secretary

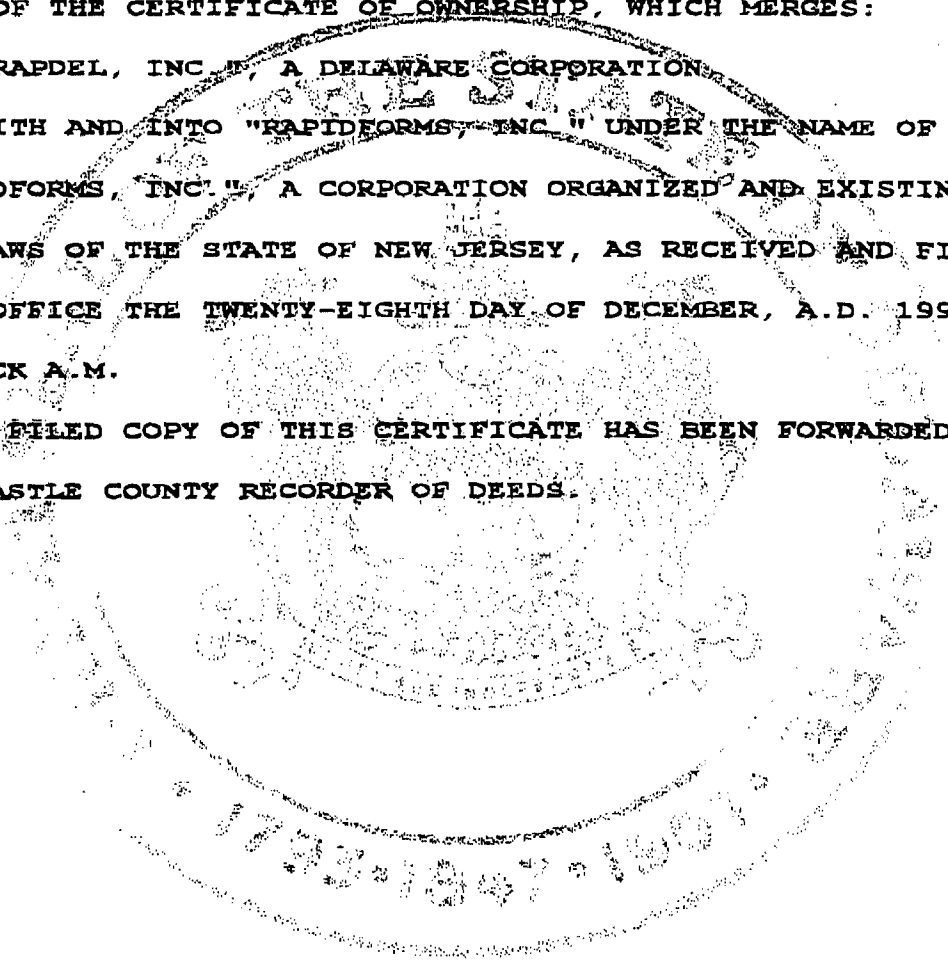
State of Delaware  
Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"RAPDEL, INC.", A DELAWARE CORPORATION WITH AND INTO "RAPIDFORMS, INC." UNDER THE NAME OF "RAPIDFORMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW JERSEY, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1998, AT 10 O'CLOCK A.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

2984544 8100M

981501731

AUTHENTICATION: 9487877

DATE: 12-28-98

**CERTIFICATE OF OWNERSHIP AND MERGER**  
**MERGING**  
**RAPDEL, INC.**  
**INTO**  
**RAPIDFORMS, INC.**

(Pursuant to Section 253 of the  
General Corporation Law of Delaware)

Rapidforms, Inc., a corporation organized and existing under the laws of the State of New Jersey (the "Corporation"), does hereby certify that the Corporation owns 100% of the outstanding shares of each class of capital stock of Rapdel, Inc., a corporation organized and existing under the laws of the State of Delaware ("Rapdel"); and that the laws of the state of incorporation of the Corporation permit a corporation of such jurisdiction to merge with a corporation of another jurisdiction; and that the Corporation, by a resolution of its Board of Directors duly adopted by unanimous written consent on December 28, 1998, determined to merge Rapdel into the Corporation, which resolution is in the following words to wit:

**VOTED:** That a Plan of Merger, pursuant to which the Corporation shall merge with Rapdel, Inc., a Delaware corporation and a wholly owned subsidiary of the Corporation, in accordance with Section 14A:10-7(4) of the Business Corporation Act of New Jersey and Section 253 of the General Corporation Law of Delaware, is hereby approved and adopted as follows:

First: The issued and outstanding capital stock of Rapdel, Inc., a Delaware corporation ("Rapdel"), consists of 10 shares of common stock, par value \$.01 per share, all of which shares are owned by Rapidforms, Inc., a New Jersey corporation (the "Corporation").

Second: Rapdel shall be merged into the Corporation (the "Merger") with the Corporation being the surviving corporation (the "Surviving Corporation").

Third: The effective time of the Merger shall be upon the filing of the Certificate of Merger of Rapdel into the Corporation with the Secretary of State of New Jersey following the filing of the Certificate of Ownership and Merger merging Rapdel into the Corporation with the Secretary of State of Delaware.

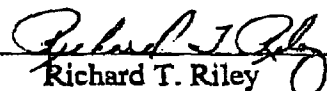
Fourth: The issued and outstanding shares of capital stock of Rapdel shall be cancelled at the effective time of the Merger without further action on the part

of the Corporation as the holder of such shares, and the issued and outstanding shares of capital stock of the Corporation shall remain issued and outstanding without change.

Fifth: The Certificate of Incorporation of the Corporation as in effect as of the effective time of the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

The Surviving Corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Rapdel, as well as for enforcement of any obligation of the Surviving Corporation arising from the Merger, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings. The address of the Surviving Corporation to which a copy of such process shall be mailed by the Secretary of State is 301 Grove Road, Thorofare, New Jersey 08086-9499.

IN WITNESS WHEREOF, Rapidforms, Inc. has caused this Certificate of Ownership and Merger to be signed by its President on this 28th day of December, 1998.

By:   
Richard T. Riley  
President

ATTEST:

By:   
Craig Barrows  
Secretary