

07-20-1999

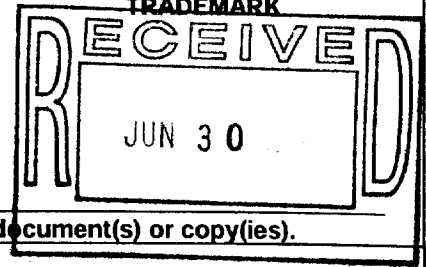
MNO 6-30-99

U.S. Department of Commerce
Patent and Trademark Office



101094473

RECORDATION FORM COVER SHEET
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 # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
10/9/98
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name J.B. Laughrey, Inc. Execution Date
Month Day Year
9/18/98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Indiana

Receiving Party

Mark if additional names of receiving parties attached

Name First DataBank, Inc.

DBA/AKATA _____

Composed of _____

Address (line 1) 1111 Bayhill Drive

Address (line 2) _____

Address (line 3) San Bruno CA 94066
City State/Country Zip Code

- 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 _____
- Citizenship/State of Incorporation/Organization Missouri

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 001930 FRAME: 0836

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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

Mark if additional numbers 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)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

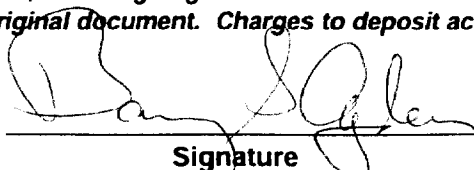
No

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.

Barry S. Agdern

Name of Person Signing



Signature

June 30, 1999

Date Signed

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF MERGER
MISSOURI CORPORATION SURVIVING
CORRECTED

WHEREAS, Articles of Merger of the following corporations:

J.B. LAUGHREY, INC. (An Indiana corp not qualified)

INTO:

FIRST DATABANK, INC. (#00195181)

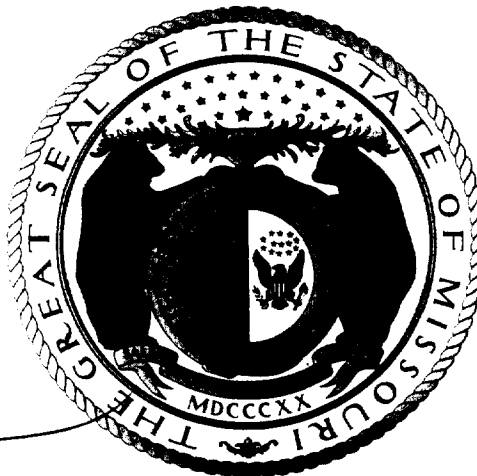
Organized and Existing Under Law of Missouri, Indiana
have been received, found to conform to law, and filed.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, Secretary of State of
Missouri, issue this Certificate of Merger, certifying that the
merger of the aforementioned corporations is effected with

FIRST DATABANK, INC. (#00195181)

as the surviving corporation.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
9th Day of October, 1998.



Rebecca McDowell Cook
Secretary of State

\$30.00

FILED AND CERTIFICATE
ISSUED

OCT 9 1998

ARTICLES OF MERGER
OF
FIRST DATABANK, INC.
AND
J.B. LAUGHREY, INC.

Rebecca McDowell Cook
SECRETARY OF STATE

Pursuant to the General and Business Corporations Merger and Consolidation Laws of Missouri, Section 351.447, the undersigned corporations do hereby adopt and execute the following articles of merger:

ARTICLE ONE

J.B. Laughrey, Inc. ("JBL"), the subsidiary corporation of First DataBank, Inc. ("FDI"), is a business corporation organized and existing under the laws of the State of Indiana, the said laws of which permit a merger of a corporation of that State with and into a corporation of another State.

ARTICLE TWO

FDI, the parent corporation of JBL, is a business corporation organized and existing under the laws of the State of Missouri and is subject to the provisions of The General and Business Corporation law of Missouri.

ARTICLE THREE

Annexed hereto as Exhibit A is the Plan of Merger for merging JBL with and into FDI, with FDI as the surviving corporation.

ARTICLE FOUR

The Plan of Merger was approved on behalf of First DataBank, Inc. by a consent in writing dated September 18, 1998 signed by all of the members of its Board of Directors. The Plan of Merger was approved on behalf of JBL by a consent in writing dated September 18, 1998 signed by all of the members of its Board of Directors.

ARTICLE FIVE

A copy of the executed Plan of Merger is on file at the principal office of FDI, located at 1111 Bayhill Drive, San Bruno, California 94066, and shall be made available without cost and upon request to any shareholder of FDI or JBL.

NI54102.1

TRADEMARK
REEL: 001930 FRAME: 0839

ARTICLE SIX

First DataBank, Inc., in compliance with the ninety percent ownership requirement of Section 351.447 of The General and Business Corporations Mergers and Consolidation Laws of Missouri, will remain at least ninety percent ownership of JBL until the issuance of the certificate of merger by the secretary of state.

ARTICLE SEVEN

The effective date of the merger shall be October 9, 1998.

ARTICLE EIGHT

The organizational documents of FDI, as the surviving corporation in the merger, shall continue in full force and effect without any amendments thereto.

ARTICLE NINE

The merger provided for in the Plan of Merger was duly authorized in the manner prescribed by, and is in compliance with, the applicable provisions of the laws of the State of organization of JBL and the requisite approval, if any, of any of its shareholders has been duly obtained.

Executed on September 18, 1998

J.B. LAUGHREY, INC.

Attest: Jodee W King
Name: Jodee W King
Title: Secy

By: Raymond Joslin
Name: Raymond Joslin
Title: VP

FIRST DATABANK, INC.

Attest: Jodee W King
Name: Jodee W King
Title: Secy

By: Raymond Joslin
Name: Raymond Joslin
Title: VP

STATE OF ny)
) SS.:
COUNTY OF ny)

I, Jodie W King a notary public in and for the State and County aforesaid, do hereby certify that on this 18th day of September, 1998, personally appeared before me Raymond E. Joslin who, being by me first duly sworn, declared that he is the VP of J.B. Laughrey, Inc., that he signed the foregoing document as VP of the corporation, and that the statements therein contained are true.

Jodie W King
Notary Public

JODIE W. KING
Notary Public, State of New York
No. 31-4826212
Qualified in New York County
Commission Expires Sept. 30, 2000

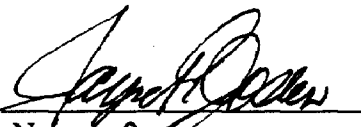
[SEE ATTACHED]

PLAN OF MERGER


1. First DataBank, Inc. ("FDI"), which is a business corporation of the State of Missouri and is the parent corporation and the owner of all of the outstanding shares of J.B. Laughrey, Inc. ("JBL"), which is a business corporation of the State of Indiana and the subsidiary corporation, hereby merges JBL into FDI pursuant to the provisions of the Indiana Business Corporation Law and pursuant to the provisions of the General and Business Corporations Merger and Consolidation Laws of Missouri.
2. The separate existence of JBL shall cease at the effective time and date of the merger pursuant to the provisions of the Indiana Business Corporation Law and FDI shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the State of Missouri.
3. The issued shares of JBL 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 directors and officers of FDI after the merger (as the surviving corporation in the merger) shall be the directors and officers of FDI immediately prior to the merger.
5. The merger shall have the effects set forth in the Indiana Business Corporation Law and the General and Business Corporations Merger and Consolidation Laws of Missouri. Without limiting the generality of the foregoing, at the effective time and date of the merger, all of the property, rights, privileges and powers of JBL shall vest in FDI (as the surviving corporation in the merger), and all debts, liabilities and duties of JBL shall become the debts, liabilities and duties of FDI (as the surviving corporation in the merger).
6. The organizational documents of FDI, as the surviving corporation in the merger, shall continue in full force and effect without any amendments thereto.
7. The effective time and date of the merger herein provided for shall be 10:00 a.m. on October 9th, 1998.
8. The Board of Directors and the proper officers of FDI and JBL are hereby authorized, empowered, and directed to execute and deliver 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.

18th IN WITNESS WHEREOF, the undersigned parties have executed this Plan of Merger as of this day of September, 1998.

FIRST DATABANK, INC.

By: 
Name: Raymond E. Joslin
Title: Vice President

J.B. LAUGHREY, INC.

By: 
Name: Raymond E. Joslin
Title: Vice President

STATE OF ny)
) SS.:
COUNTY OF ny)

I, Jodie King a notary public in and for the State and County aforesaid, do hereby certify that on this 18 day of September, 1998, personally appeared before me Ray Foster, who, being by me first duly sworn, declared that he is the VP of First DataBank, Inc., that he signed the foregoing document as VP of the corporation, and that the statements therein contained are true.

Jodie King
Notary Public

JODIE W. KING
Notary Public, State of New York
No. 31-4826212
Qualified in New York County
Commission Expires Sept. 30, 2000