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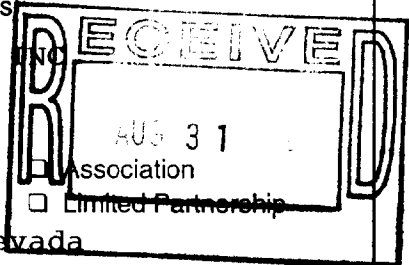
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Tab settings ◀ ▶ ▢ ▼

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

1. Name of conveying party(ies)

BROOKS INDUSTRIES, INC.



- Individual(s)
- General Partnership
- Corporation-State of Nevada
- Other _____

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

2. Name and address of receiving party(ies)

Name: MONROE KLINE COMPANY

Internal Address: _____

Street Address: 3830 Kelley Avenue

City: Cleveland State: Ohio ZIP: 44114

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State of Michigan
- 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
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: December 20, 1995

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 690595
BOBBIE BROOKS

Additional numbers attached? Yes No

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

Name: Diane Donnelly, Esq.

Internal Address: VON MALTITZ, DERENBERG, KUNIN, JANSSEN & GIORDANO

Street Address: 60 East 42nd St. #4410

City: NY State: NY ZIP: 10165

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed Check #2609
- Additional fees are
- Authorized to be charged to deposit account

8. Deposit account number:

22-0560

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

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9. Statement and signature.

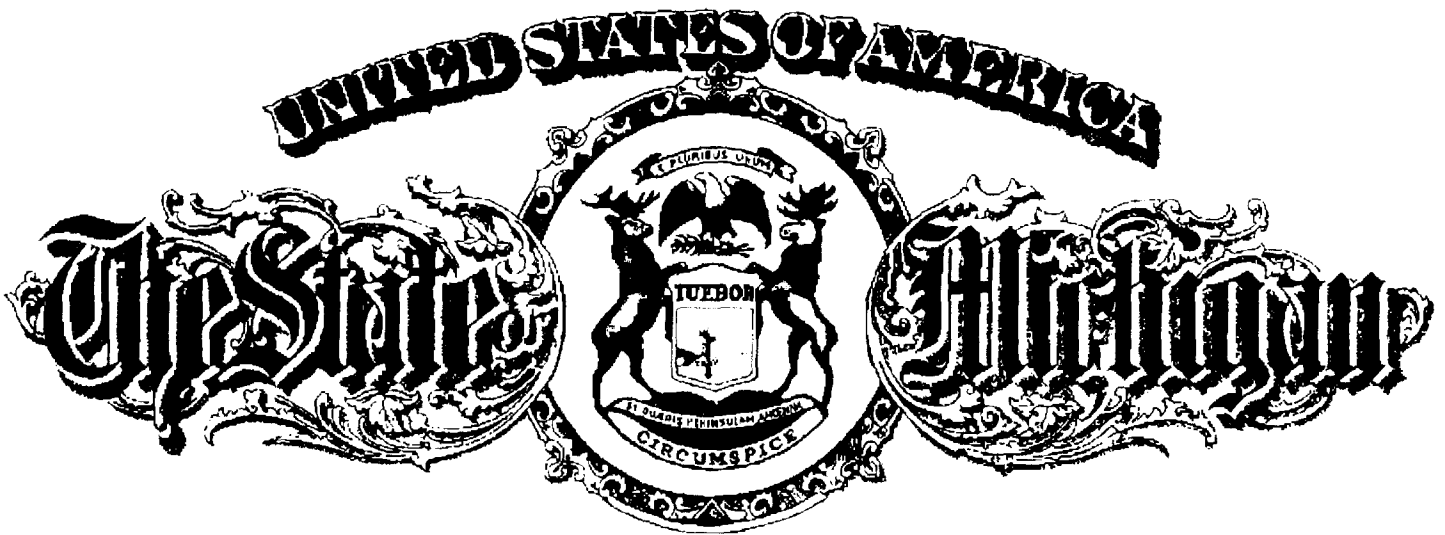
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Diane Donnelly
Name of Person Signing

Diane Donnelly
Signature

August 31, 1999
Date

Total number of pages including cover sheet, attachments, and document: 5



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 13th day of August, 1999.

, Director

172 0444265

Corporation, Securities and Land Development Bureau

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU		
Date Received DEC 15 1995	(FOR BUREAU USE ONLY)	
	FILED DEC 20 1995	
<small>Administrator</small> MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau		
EFFECTIVE DATE:		

Name Jay A. Goldblatt		
Address 3830 Kelley Avenue		
City Cleveland	State OH	Zip Code 44114

Document will be returned to the name and address you enter above.

CERTIFICATE OF MERGER

For use by Parent and Subsidiary Profit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Certificate:

1. a. The name of each constituent corporation and its identification number is:

Brooks Industries, Inc.	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px; text-align: center;">-</td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>				-			
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Monroe Kline Company	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px; text-align: center;">3</td> <td style="width: 20px; height: 20px; text-align: center;">8</td> <td style="width: 20px; height: 20px; text-align: center;">3</td> <td style="width: 20px; height: 20px; text-align: center;">-</td> <td style="width: 20px; height: 20px; text-align: center;">6</td> <td style="width: 20px; height: 20px; text-align: center;">2</td> <td style="width: 20px; height: 20px; text-align: center;">4</td> </tr> </table>	3	8	3	-	6	2	4
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b. The name of the surviving corporation and its identification number is:

Monroe Kline Company	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px; text-align: center;">3</td> <td style="width: 20px; height: 20px; text-align: center;">8</td> <td style="width: 20px; height: 20px; text-align: center;">3</td> <td style="width: 20px; height: 20px; text-align: center;">-</td> <td style="width: 20px; height: 20px; text-align: center;">6</td> <td style="width: 20px; height: 20px; text-align: center;">2</td> <td style="width: 20px; height: 20px; text-align: center;">4</td> </tr> </table>	3	8	3	-	6	2	4
3	8	3	-	6	2	4		

c. For each subsidiary corporation, state:

Name of corporation	Number of outstanding shares in each class	Number of shares owned by the parent corporation in each class
Brooks Industries, Inc.	100 shares of Common Stock, without par value	100

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d. The manner and basis of converting the shares of each constituent corporation is as follows:

Each outstanding share of Monroe Kline Company will remain outstanding after the merger. Monroe Kline Company owns all outstanding shares of Brooks Industries, Inc.; therefore, such shares will be cancelled in the merger.

e. The amendments to the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

None.

f. Other provisions with respect to the merger are as follows:

There is no change to the Articles, By-laws, officers or directors of Monroe Kline Company as a result of the merger.

2. (Complete for any foreign corporation only)

This merger is permitted by the laws of the State of Nevada, the

jurisdiction under which Brooks Industries, Inc.
(name of foreign corporation)

is formed and the plan of merger was adopted and approved by such corporation pursuant to and in accordance with the laws of that jurisdiction.

3. (Delete if not applicable) NA

The consent to the merger by the shareholders of the **subsidiary** corporation was obtained pursuant to its Articles of Incorporation. (Such consent is necessary if the Articles of Incorporation require approval of the merger by the vote of the holders of more than the percentage of the shares owned by the parent corporation.)

4. (Delete if not applicable) NA

The consent to the merger by the shareholders of the **parent** corporation was obtained. (Such consent is necessary if its Articles of Incorporation require shareholder approval of the merger, the plan of merger amends its Articles of Incorporation, or a subsidiary is to be the surviving corporation.)

5. (Complete only if an effective date is desired other than the date of filing)

The merger shall be effective on the 31 day of December, 19 95.

Signed this 12th day of December, 19 95

Monroe Kline Company

(Name of parent corporation)

By 

(Only signature of President, Vice-President, Chairperson, or Vice-Chairperson)

Robert H. Kanner, President

(Type or Print Name and Title)