

09-03-1999

COVER SHEET

Docket No.:

ONLY



101135605

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):

Labtec Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 17, 1999

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

Name: Labtec Corporation

Internal Address: Columbia Tech Center

Street Address: 1499 S.E. Tech Center Place

City: Vancouver State: WA ZIP: 98683

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule  
A annexed  
hereto

Additional numbers attached?  Yes  No

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

Name: Lauren Bernstein, Esq.  
Internal Address: c/o Kaye, Scholer, Fierman, Hays & Handler, LLP

Street Address: 425 Park Avenue,  
12th Floor  
New York, NY 10022

City: State: ZIP:

6. Total number of applications and registrations involved:.....

2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

09/02/1999 HTHA11 00000256 1434553

01 FC:461 40.00 DP  
02 FC:482 25.00 DP

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.

Jean Crawford

Name of Person Signing

Sean [Signature]

Signature

8/31/99

Date

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

5

SCHEDULE A

Trademark	Number	Date Registered
LABTEC	1434553	03/31/87
LCS	2014254	11/05/96

**CERTIFICATE OF MERGER**

**OF**

**SIMC ACQUISITION CORPORATION**

**INTO**

**LABTEC INC.**

**(under Section 251 of the General Corporation Law)**

It is hereby certified that:

1. The name and state of incorporation of each of the constituent corporations participating in the merger herein certified are as follows:

(i) SIMC Acquisition Corporation, which is incorporated under the laws of the State of Delaware ("*SIMC*"); and

(ii) Labtec Inc., which is incorporated under the laws of the State of Delaware ("*Labtec*").

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Labtec Inc., which will continue its existence as said surviving corporation upon the effective time of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware. At the effective time of said merger, the name of the surviving corporation shall be changed to Labtec Corporation .

4. The Certificate of Incorporation of Labtec, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended pursuant to the provisions of the General Corporation Law of the State of Delaware, except that, at the effective time of the merger, Article First of the Certificate of Incorporation of the surviving corporation shall be amended to change the name of said surviving corporation to Labtec Corporation .

5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

Labtec Inc.  
1499 SE Tech Center Drive  
Suite 350  
Vancouver, WA 98683

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

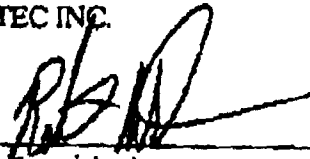
Dated: February 17, 1999

SIMC ACQUISITION CORPORATION

By:   
\_\_\_\_\_  
Title: President  
Name: George Rea

Dated: February 17, 1999

LABTEC INC.

By:   
\_\_\_\_\_  
Title: President  
Name: Robert G. Wick

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