

09-23-1999



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RECORDATION FORM COVER SHEET  
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09-20-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #22

TO: The Commissioner of Patents and Trademarks: Please record the attached original document

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
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Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  
Effective Date  
Month Day Year  
 01 25 94
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name  Success Business Industries, Inc.

01 25 94

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

Citizenship/State of Incorporation/Organization  Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name  Cullman Ventures, Inc.

DBA/AKA/TA

Composed of

Address (line 1)  767 Third Avenue

Address (line 2)

Address (line 3)  New York  New York  10017  
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  New York

FOR OFFICE USE ONLY

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TRADEMARK

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**Domestic Representative Name and Address**

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Name

Address (line 1)

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Address (line 3)

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**Correspondent Name and Address**

Area Code and Telephone Number

315-471-3151

Name

George R. McGuire

Address (line 1)

HANCOCK & ESTABROOK, LLP

Address (line 2)

1500 Mony Tower 1

Address (line 3)

P.O. Box 4976

Address (line 4)

Syracuse, NY 13221-4976

**Pages**

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

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**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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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562,169	<input type="text"/>	<input type="text"/>
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**Number of Properties**

Enter the total number of properties involved.

#

1

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

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:

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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.

George R. McGuire

Name of Person Signing



Signature

9/14/99

Date Signed

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Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

JUN 03 1996



A handwritten signature in cursive script, appearing to read "J. L. ...", written in black ink.

*Special Deputy Secretary of State*

940125000356

CERTIFICATE OF MERGER  
OF  
SUCCESS BUSINESS INDUSTRIES, INC.  
AND  
CULLMAN VENTURES, INC.  
INTO  
CULLMAN VENTURES, INC.

(Under Section 904 of the Business Corporation Law)

It is hereby certified, on behalf of each of the constituent corporations herein named, as follows.

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is Cullman Ventures, Inc. The name under which it was formed is NuKeith, Inc. The date upon which its certificate of incorporation was filed by the Department of State is October 25, 1977.

THIRD: The name of the corporation which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Success Business Industries, Inc. The name under which it was formed is Oak Creek Corporation. The jurisdiction of its incorporation is Delaware; and the date of its incorporation therein is December 17, 1971.

The laws of the jurisdiction of incorporation of the merged constituent corporation permit a merger of the kind certified herein.

The Application for Authority in the State of New York of the merged constituent corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on June 2, 1989.

RAO-38371

FOURTH: As to each constituent corporation, the designation and number of, outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, are as follows:

CULLMAN VENTURES, INC.

Designation of each outstanding class and series of shares	Number of outstanding shares in each class	Entitled to vote	Entitled to vote as a class
Common Stock, par value \$0.01	115,604	Yes	No

SUCCESS BUSINESS INDUSTRIES, INC.


Designation of each outstanding class and series of shares	Number of outstanding shares in each class	Entitled to vote	Entitled to vote as a class
Class A Voting, Common Stock, par value \$1.00	5,757	Yes	No
Class B, Nonvoting Common Stock, par value \$100	6,610	No	No
Preferred Stock, par value \$1.00	6,208	No	No


FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation by written consent of the holders of all outstanding shares of the corporation entitled to vote on the plan of merger.

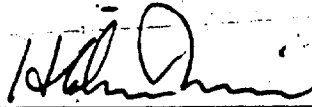
SIXTH: The merger herein certified was authorized in respect of the merged constituent corporation by written consent of the holders of all outstanding shares of the corporation entitled to vote on the plan of merger.


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EAC-3833.1

IN WITNESS WHEREOF, the undersigned have subscribed this document as of the 2<sup>nd</sup> day of January, 1994 and do hereby affirm the contents hereof to be true under the penalties of perjury.

  
Lewis B. Cullman, President  
of CULLMAN VENTURES, INC.

  
Mildred F. Eisenmayer, Secretary  
of CULLMAN VENTURES, INC.

  
H. Coleman Norris, Chairman of the  
Board of SUCCESS BUSINESS  
INDUSTRIES, INC.

  
Assistant Secretary - John L. Schliesmann  
of SUCCESS BUSINESS INDUSTRIES, INC.

BAO-20871

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CERTIFICATE OF MERGER OF  
SUCCESS BUSINESS INDUSTRIES, INC.

AND

CULLMAN VENTURES, INC.

INTO

CULLMAN VENTURES, INC.

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

FILED

JAN 25 1 19 PM '94

ICC  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED JAN 25 1994  
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DELAWARE

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RICHARDS & O'NEIL  
885 THIRD AVENUE  
NEW YORK, NY 10022-4873

JAN 24 12 05 PM '94

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