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ATTORNEYS AT LAW



09-17-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #25

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09-23-1999



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MRD 9-17-99

September 17, 1999

**BY HAND**

BOX ASSIGNMENT

Commissioner of Patents and Trademarks  
Washington, D.C. 20231

Re: Certificate of Merger  
Conveying party: United Carpet Mills, Inc.  
Receiving party: Beaulieu of America, Inc.

Dear Sir:

US PATENT &  
TRADEMARK OFFICE  
1999 SEP 17 P 4: 28  
TRADEMARK FEE PROCESS.  
RECEIVED

This letter includes all information as required by Trademark Manual of Examining Procedure § 503.05 (d) for cover sheet requirements under 37 C.F.R. § 3.31 for recordation of trademarks. Please record the enclosed "Certificate of Merger" as set forth in paragraph 4:

- 1) Name of conveying party: United Carpet Mills, Inc., a Georgia corporation.
- 2) Name and address of receiving party: Beaulieu of America, Inc., a Georgia corporation, located and doing business at 1502 Coronet Drive, Dalton, Georgia 30720 U.S.A.
- 3) Nature of Conveyance: Certificate of Merger of United Carpet Mills, Inc. and Conquest Carpet Mills, Inc. into Beaulieu of America, Inc., executed on and effective as of November 9, 1995, is attached.
- 4) Please record the Certificate of Merger against Trademark Registration No. 2,034,524, **BEAULIEU UNITED**.

09/22/1999 NTHRI1 00000102 2034524  
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Atlanta ■ Austin ■ New York ■ Tallahassee ■ Washington, DC

**TRADEMARK**  
**REEL: 001969 FRAME: 0900**

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

Elisabeth A. Langworthy, Esq.  
Sutherland, Asbill & Brennan LLP  
1275 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004-2415

- 6) Total number of trademark registrations against which to record the Certificate of Merger: one (1).
- 7) Total fee enclosed: \$40.00
- 8) If the enclosed payment is insufficient, please draw the deficiency from our Deposit Account No. 19-5029. A duplicate copy of this letter is enclosed for charging purposes.
- 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.

Respectfully submitted,

SUTHERLAND, ASBILL & BRENNAN LLP

By:



Elisabeth A. Langworthy  
Garfield B. Goodrum, Jr.\*

Enclosures

Total number of pages including cover sheet, attachments, and documents: 11 (including duplicate cover sheet and check)

\*Admitted in Massachusetts only; practice in D.C. supervised by Elisabeth A. Langworthy.

# Secretary of State

Business Information and Services

Suite 315, West Tower

2 Martin Luther King Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 953130349  
CONTROL NUMBER: 8501597  
EFFECTIVE DATE: 11/09/1995  
REFERENCE : 0091  
PRINT DATE : 11/09/1995  
FORM NUMBER : 411

BRANCH, PIKE & GANZ  
V. RICHARD HOYT  
1360 PEACHTREE STREET, N.E.  
15TH FLOOR  
ATLANTA, GA 30309

## CERTIFICATE OF MERGER

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia Annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of said filing.

Surviving Entity:

BEAULIEU OF AMERICA, INC., A GEORGIA CORPORATION

Nonsurviving Entity/Entities:

UNITED CARPET MILLS, INC., A GEORGIA CORPORATION

CONQUEST CARPET MILLS, INC., A GEORGIA CORPORATION



*Max Cleland*  
MAX CLELAND  
SECRETARY OF STATE

CORPORATIONS 656-2817 • CORPORATIONS HOT-LINE 404-656-2722 (Outside Metro-Atlanta)

TRADEMARK  
REEL: 001969 FRAME: 0902

45312 2349

**CERTIFICATE OF MERGER OF**  
**UNITED CARPET MILLS, INC. AND** 7504380  
**CONQUEST CARPET MILLS, INC.** 8109921  
**INTO**  
**BEAULIEU OF AMERICA, INC.** 8501597

Pursuant to the provisions of section 14-2-1105(b) of the Georgia Business Corporation Code, BEAULIEU OF AMERICA, INC., a Georgia corporation (the "Surviving Corporation"), UNITED CARPET MILLS, INC., a Georgia corporation, and CONQUEST CARPET MILLS, INC., a Georgia corporation, hereby execute the following Certificate of Merger.

1. The name and state of incorporation of each corporation which is merging is: BEAULIEU OF AMERICA, INC., a Georgia corporation; UNITED CARPET MILLS, INC., a Georgia corporation; and CONQUEST CARPET MILLS, INC., a Georgia corporation.

2. BEAULIEU OF AMERICA, INC., a Georgia corporation, shall be the Surviving Corporation resulting from the merger.

3. The Agreement and Plan of Merger effects no amendments to the Articles of Incorporation of the Surviving Corporation.

4. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation located at 600 Fifth Avenue, Dalton, Georgia 30721.

5. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of any corporation that is a party to the merger.

6. The Agreement and Plan of Merger was duly approved by the respective shareholders of each of the Surviving Corporation, UNITED CARPET MILLS, INC. and CONQUEST CARPET MILLS, INC., on November 8, 1995.

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DSTR (L)  
SECRETARY OF STATE

IN WITNESS WHEREOF, each of the undersigned corporations has caused this Certificate of Merger to be duly executed in its name this 9th day of November, 1995, effective           .m., November 9, 1995.

CONQUEST CARPET MILLS, INC., a Georgia corporation

By: [Signature]  
Thomas L. Bouckaert, President

[SEAL]

Attest:

[Signature]  
Name: Charles D. Ganz  
Assistant Secretary

BEAULIEU OF AMERICA, INC., a Georgia corporation

By: [Signature]  
Carl M. Bouckaert, President

[SEAL]

Attest:

[Signature]  
Name: Charles D. Ganz  
Assistant Secretary

NOTARIAL PUBLIC  
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STATE OF GEORGIA

(Signatures continue on page 3)

UNITED CARPET MILLS, INC.. a Georgia corporation

By: M. E. Ralston  
M. Edward Ralston, President

[SEAL]

Attest:

CDG  
Name: Charles D. Gunz  
Assistant Secretary

SECRETARY OF STATE  
NOV 9 11 17 AM '95  
BSR (1)


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**CERTIFICATE  
OF  
REQUEST FOR PUBLICATION**

The undersigned, on behalf of Beaulieu of America, Inc. (the "Corporation"), a Georgia corporation and the surviving corporation in the merger of United Carpet Mills, Inc., a Georgia corporation ("United"), and Conquest Carpet Mills, Inc., a Georgia corporation ("Conquest"), with and into the Corporation:

DOES HEREBY CERTIFY THAT a request for publication of notice of intent to file a Certificate of Merger to effect the merger of United and Conquest into the Corporation, together with payment for such publication, has been mailed or delivered as required by and in accordance with the requirements of O.C.G.A. § 14-2-1165.1(b).

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 9<sup>th</sup> day of November, 1995.

  
\_\_\_\_\_  
V. Richard Hoyt  
Attorney for Beaulieu of America, Inc.

Sworn to and subscribed before  
me this 9<sup>th</sup> day of  
November, 1995:

  
\_\_\_\_\_  
Notary Public

My Commission Expires:  
Notary Public, Cobb County, Georgia  
My Commission Expires Nov. 20, 1999

[NOTARY SEAL]

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