

MRS 11.1.99

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To the Honorable Commissioner of Patents

101191523

Send original documents or copy thereof.

1. Name of conveying party(ies):

Glit, Inc.

- Individual(s)
- General Partnership
- Corporation-State Georgia
- Other

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

3. Nature of conveyance:

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

Execution Date: July 28, 1999

2. Name and address of receiving party(ies)

Name: Hallmark Holdings, Inc.

Internal Address:

Street Address: 809 Broad Street

City: Wrens State: GA ZIP: 30833

- 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 patent number(s):

A. Trademark Application No.(s)

See Schedule A

B. Trademark Registration No.(s)

See Schedule A

Additional numbers attached? Yes No

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

Name: Barth X. DeRosa, Esquire

Internal Address: Stevens, Davis, Miller & Mosher, LLP

Street Address: 1615 L Street Suite 850

City: Washington State: DC ZIP: 20036

11/03/1999 DNGUYEN 00000165 1054739

6. Total number of applications and registrations involved: 26

7. Total fee (37 CFR 3.41).....\$ 665.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

19-4375

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

01 FC:481
02 FC:482

(40.00 OP
625.00 OP)

DO NOT USE THIS SPACE

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.

Barth X. DeRosa, Esquire

Name of Person Signing

Signature

Nov. 1, 1999

Date

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

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

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

- (1) GLIT
Reg. No. 1,054,739
Dated: December 21, 1976
Our Ref.: 286/00113-1
- (2) GLO-MESH
Reg. No. 1,051,295
Dated: October 26, 1976
Our Ref.: 286/00114-1
- (3) JACKEROO
Reg. No. 1,356,258
Dated: August 27, 1985
Our Ref.: 286/00115-1
- (4) KANGAROO SYSTEM
Reg. No. 1,340,802
Dated: June 11, 1985
Our Ref.: 286/00116-1
- (5) KLEENFAST
Reg. No. 1,371,339
Dated: November 19, 1985
Our Ref.: 286/00117-1
- (6) BACTOGARD
Reg. No. 1,443,264
Dated: June 16, 1987
Our Ref.: 286/00118-1
- (7) GLIT
Reg. No. 1,488,049
Dated: May 17, 1988
Our Ref.: 286/00119-1
- (8) KLIP 'N SAND
Reg. No. 1,473,949
Dated: January 26, 1988
Our Ref.: 286/00120-1

SCHEDULE A (con't)

U.S. Trademark Registrations

- (9) JOEY
Reg. No. 1,505,970
Dated: September 27, 1988
Our Ref.: 286/00122-1
- (10) BUCKAROO
Reg. No. 1,505,971
Dated: September 27, 1988
Our Ref.: 286/00123-1
- (11) HANNAH'S HELPER
Reg. No. 1,663,466
Dated: November 5, 1991
Our Ref.: 286/00126-1
- (12) HANNAH'S HELPER & DESIGN
Reg. No. 1,359,265
Dated: September 10, 1985
Our Ref.: 286/00128-1
- (13) GLIT-STIK
Reg. No. 1,911,140
Dated: August 15, 1995
Our Ref.: 286/00133-1
- (14) CONTOUR
Reg. No. 2,134,746
Dated: February 3, 1998
Our Ref.: 286/00134-1
- (15) SAFIRE
Reg. No. 1,938,783
Dated: November 28, 1995
Our Ref.: 286/00135-1
- (16) GLIT HOUSEHOLD PRODUCTS
Reg. No. 2,059,750
Dated: May 6, 1997
Our Ref.: 286/00136-1

SCHEDULE A (con't)

U.S. Trademark Registrations

- (17) COCOPAD
Reg. No. 2,133,466
Dated: January 27, 1998
Our Ref.: 286/00139-1
- (18) FIBER NATURALS
Reg. No. 2,124,479
Dated: December 23, 1997
Our Ref.: 286/00140-1
- (19) ALL 'N 1
Reg. No. 2,069,741
Dated: June 10, 1997
Our Ref.: 286/00141-1
- (20) GLIT
Reg. No. 2,036,905
Dated: February 11, 1997
Our Ref.: 286/00142-1
- (21) GLIT-SAND
Reg. No. 2,081,416
Dated: July 22, 1997
Our Ref.: 286/00156-1
- (22) FIBER NATURALS & DESIGN
Reg. No. 2,165,154
Dated: June 16, 1998
Our Ref.: 286/00157-1
- (23) WALNUTPAD
Reg. No. 2,198,979
Dated: October 20, 1998
Our Ref.: 286/00158-1

Schedule A (con't)

U.S. Trademark Applications

- (24) GLIT/MICROTRON (PENDING)
Reg. No. (not yet assigned)
Application No. 75/084,440
Our Ref.: 286/00143-1

- (25) COCO JUICE (ALLOWED)
Application No. 75/224,653
Our Ref. 286/00159-1

- (26) TOUCHSTONE (PENDING)
Application No. 75/659,290
Our Ref.: 286/00166-1

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GLIT, INC.", A GEORGIA CORPORATION,
"MICROTRON ABRASIVES, INC.", A NORTH CAROLINA CORPORATION,
WITH AND INTO "HALLMARK HOLDINGS, INC." UNDER THE NAME OF "HALLMARK HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JULY, A.D. 1999, AT 4 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

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991442579

AUTHENTICATION: 0046638

DATE: 10-20-99

TRADEMARK

REEL: 001984 FRAME: 0515

CERTIFICATE OF OWNERSHIP AND MERGER**OF****GLIT, INC., A GEORGIA CORPORATION****AND****MICROTRON ABRASIVES, INC., A NORTH CAROLINA CORPORATION****INTO****HALLMARK HOLDINGS, INC.**

It is hereby certified that:

1. Hallmark Holdings, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of capital stock of Glit, Inc., a Georgia corporation ("Glit"), and Microtron Abrasives, Inc., a North Carolina corporation ("Microtron").

3. The laws of the jurisdiction of organization of Glit and Microtron permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges Glit and Microtron with and into the Corporation.

5. The following is a copy of the resolutions adopted on July 23, 1999 by the Board of Directors of the Corporation to merge the said Glit and Microtron into the Corporation:

RESOLVED, that the board of directors of the Corporation deems it advisable and in the best interest of the Corporation to have Glit, Inc., a Georgia corporation ("Glit"), and Microtron Abrasives, Inc., a North Carolina corporation ("Microtron"), both wholly owned subsidiaries of the Corporation, to merge with and into the Corporation.

FURTHER RESOLVED, that the board of directors of the Corporation hereby approve and adopt the Plan of Merger which is attached hereto as Exhibit A.

FURTHER RESOLVED, that the issued shares of capital stock of Glit and Microtron shall not be converted in any manner, but

TRADEMARK**REEL: 001984 FRAME: 0516**

each said share which is issued at the effective time and date of the merger shall be surrendered and extinguished.

FURTHER RESOLVED, that Glit and Microtron be merged into this Corporation, and that all of the estate, property, rights, privileges, powers, and franchises of Glit and Microtron be vested in, held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Glit and Microtron in their respective names.

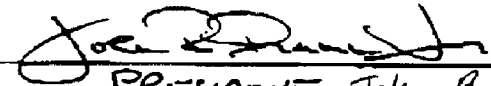
FURTHER RESOLVED, that this Corporation shall assume all of the obligations of Glit and Microtron.

FURTHER RESOLVED, that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, the State of Georgia, the State of North Carolina, and the laws of any other appropriate jurisdiction, and will cause to be performed all necessary acts within the jurisdiction of organization of Glit, Microtron and the Corporation and in any other appropriate jurisdiction.

FURTHER RESOLVED, that this consent may be executed in any number of counterparts.

Executed on July 23, 1999.

HALLMARK HOLDINGS, INC.

By: 
Its: PRESIDENT, John A. Prann, Jr.