

12-20-1999

Docket No. 18577.0039

MD 12.6.99

TRADEMARK



COVER SHEET

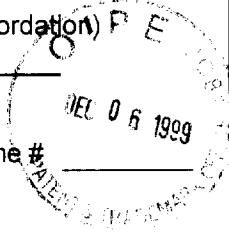
TO: The Commissioner of Patents and Trademarks

101227897

and original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation) Document ID # \_\_\_\_\_
- Correction of PTO Error Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document Reel # \_\_\_\_\_ Frame # \_\_\_\_\_



Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment Effective Date  
Month Day Year  
11 24 1999
- Merger
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
11 24 1999

Name HCIA INC.

Formerly \_\_\_\_\_

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Maryland

Receiving Party

Mark if additional names of receiving parties attached

Name HCIA, L.L.C.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 300 East Lombard Street

Address (line 2) \_\_\_\_\_

Address (line 3) Baltimore Maryland 21202  
City State/Country Zip Code

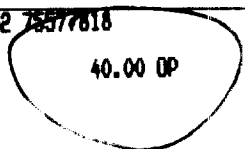
- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Delaware

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.)

12/20/1999 DNGUYEN 00000152 75577818

FOR OFFICE USE ONLY

01 FC:481



40.00 OP

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

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number

202-663-8000

Name Eric T. Fingerhut

Address (line 1) 2300 N Street, NW

Address (line 2) Washington, D.C. 20037-1128

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. # 3

**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)

75577818

**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: # \_\_\_\_\_

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.

David J. Cho

Name of Person Signing



Signature

12/10/99

Date Signed

SHAW PITTMAN  
TRADEMARK RECORDATION FORM COVER SHEET CONTINUATION

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
11 24 1999

Name VS&A-HCIA, L.L.C.

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual
  - General Partnership
  - Limited Partnership
  - Corporation
  - Association
  - Other
  - Citizenship/State of Incorporation/Organization
- 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.)

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)

|       |       |       |
|-------|-------|-------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

|       |       |       |
|-------|-------|-------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

*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 MERGER, WHICH MERGES:

"ECIA INC.", A MARYLAND CORPORATION,

WITH AND INTO "VS&A-ECIA, L.L.C." UNDER THE NAME OF "ECIA, L.L.C.", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

3081369 8100M

991502738

AUTHENTICATION: 0101255

DATE: 11-24-99

TRADEMARK  
REEL: 002003 FRAME: 0484

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 11/24/1999  
991502738 - 3081369

**CERTIFICATE OF MERGER  
OF  
HCLIA INC.  
INTO  
VS&A-HCLIA, L. L. C.**

The undersigned Delaware limited liability company formed and existing under and by virtue of the Delaware Limited Liability Company Act, 6 Del. C §18-101, et seq. (the "Act"),

**DOES HEREBY CERTIFY:**

**FIRST:** The name and state of domicile and jurisdiction of formation or organization of each of the constituent entities that are to merge are as follows:

| <b>Name</b>          | <b>State of Domicile and Jurisdiction of Formation or Organization</b> |
|----------------------|--|
| HCLIA Inc.           | Maryland   |
| VS&A-HCLIA, L. L. C. | Delaware   |

**SECOND:** An Agreement and Plan of Reorganization (as amended, the "Merger Agreement") has been duly approved, adopted, certified, executed and acknowledged by each of the constituent parties in accordance with Section 18-209 of the Act and subsection (c) of section 264 of the Delaware General Corporation Law (the "GCL").

**THIRD:** The name of the surviving entity of the merger is VS&A-HCLIA, L. L. C. formed under the laws of the State of Delaware, which will continue its existence as the surviving limited liability company under the name HCLIA, L.L.C. upon the effective time of the Merger.

**FOURTH:** The merger of HCLIA Inc. into VS&A-HCLIA, L. L. C. shall be effective upon the filing of this Certificate of Merger with the Secretary of State of Delaware.

**FIFTH:** The executed Merger Agreement is on file at the principal place of business of the surviving Delaware limited liability company, the address of which is 300 East Lombard Street, Baltimore, Maryland 21202.

**SIXTH:** A copy of the Merger Agreement will be furnished by the surviving Delaware limited liability company, on request and without cost, to any member of VS&A-HCLIA, L. L. C. or any person holding an interest in HCLIA Inc.

**SEVENTH:** The surviving limited liability company hereby amends Paragraph First of the Certificate of Formation, relating to the corporate name of V&A-HCIA, L. L. C., to read, in its entirety, as follows:

1. The name of the limited liability company is HCLIA, L.L.C. (the "Company").

IN WITNESS WHEREOF, this Certificate has been executed on this 24<sup>th</sup> day of November, 1999, by the undersigned.

V&A-HCIA, L. L. C.

By: /s/ S. Gerard Benford  
S. Gerard Benford  
Vice President

HCLIA INC.

By: /s/ Charles A. Berardese  
Charles A. Berardese  
Senior Vice President