

MWD
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02-18-2000

01-14-2000

U.S. Patent & TMO/c/TM Mail Rpt Dt. #31



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

101270042

TO: The Commissioner of Patents and Trademarks: Please record the attached 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
- Merger
Effective Date
Month Day Year
10/1/92
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Micro Warehouse, Inc. Execution Date
Month Day Year
10/1/92

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Connecticut

Receiving Party

Mark if additional names of receiving parties attached

Name Micro Warehouse, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 535 Connecticut Avenue

Address (line 2) _____

Address (line 3) Norwalk CT 06854
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 Delaware

02/16/2000 DNGUYEN 00000242 1857995

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 50.00 OP

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

TRADEMARK
REEL: 002023 FRAME: 0870

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1857995"/>	<input type="text" value="1815733"/>	<input type="text" value="1707816"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

Robert J. deBrauwere

Name of Person Signing

Signature

11/3/2000

Date Signed

CERTIFICATE OF MERGER

OF

MICRO WAREHOUSE, INC.
(a Connecticut corporation)

INTO

MICRO WAREHOUSE, INC.
(a Delaware corporation)

The undersigned corporation

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Micro Warehouse, Inc.	Connecticut
Micro Warehouse, Inc.	Delaware

SECOND: That an Agreement of Merger and Plan of Merger and Reorganization ("Plan") between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is Micro Warehouse, Inc. ("Micro Delaware").

FOURTH: That the Certificate of Incorporation of Micro Delaware, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Plan is on file at the principal place of business of the surviving corporation, the address of which is 29 Haviland Street, South Norwalk, Connecticut 06854.

SIXTH: That a copy of the Plan will be furnished on request and without cost, to any stockholder of any constituent corporation.


SEVENTH: That the authorized capital stock of Micro Warehouse, Inc., a Connecticut corporation is as follows:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value Per Share</u>
Common	1,000	no par value

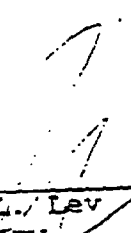
Dated at Norwalk, Connecticut, this 1st day of October, 1992.

MICRO WAREHOUSE, INC.

By


Peter Godfrey
President
Hereunto Duly Authorized

ATTEST:


Bruce L. Lev
Secretary