

03-20-2000

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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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101293011

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

FEB 18 AM 9:45

1. Name of Party(ies) conveying an interest:  
Maintenance Supply Company  
13728 Statesville Road  
Huntersville, North Carolina 28078

- Individual(s)
- General Partnership
- Corporation North Carolina
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

2. Name and Address of Party(ies) receiving an interest:  
Name: Maintenance Supply Company  
f/k/a AmSan North Carolina, Inc.

Internal Address: \_\_\_\_\_  
Street Address: 8000 Regency Parkway, Suite 285  
City: Cary State: NC ZIP: 27511-8513

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- corporation North Carolina
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of Conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
Execution Date: December 7, 1999

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
  
Additional numbers attached?  Yes  No

B. Trademark Registration No.(s)  
1,475,008; 1,481,286

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Dorinda L. Peacock, Esq.  
Internal Address: Moore & Van Allen, PLLC  
Street Address: One Hannover Square, Suite 1700  
City: Raleigh State: NC ZIP: 27601

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.4): ..... \$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_  
(Attach duplicate copy of this form if paying by deposit account):

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.*  
Dorinda L. Peacock  February 18, 2000  
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

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

03/20/2000 TSHADAZZ 00000113 1475008

01 FC:481  
02 FC:482

40.00 DP  
25.00 DP

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

## ARTICLES OF MERGER

OF

**MAINTENANCE SUPPLY COMPANY**

INTO

**AMSAN NORTH CAROLINA, INC.,**  
which changed its name to:  
**MAINTENANCE SUPPLY COMPANY**

the original of which was filed in this office on the 16th day of December, 1999.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 16<sup>th</sup> day of December, 1999.

*Elaine F. Marshall*

Secretary of State

TRADEMARK  
REEL: 002036 FRAME: 0596

99350 9066

CORP ID # 0504120

FILED

8:55am  
DEC 10 1999

Effective 01 Jan 2000  
ELAINE P. MARSHALL  
SECRETARY OF STATE  
NORTH CAROLINA

ARTICLES OF MERGER

OF

MAINTENANCE SUPPLY COMPANY,  
a North Carolina corporation,

INTO

AMSAN NORTH CAROLINA, INC.,  
a North Carolina corporation.

AmSan North Carolina, Inc., a North Carolina corporation, hereby submits these Articles of Merger for the purpose of recording the merger of Maintenance Supply Company, a North Carolina corporation (the "Merging Corporation"), with and into AmSan North Carolina, Inc., a North Carolina corporation (the "Surviving Corporation"), pursuant to Section 55-11-05 of the North Carolina Business Corporation Act.

1. The Plan of Merger setting forth the terms and conditions of the merger of the Merging Corporation with and into Surviving Corporation, duly approved in the manner prescribed by law, is attached hereto as Exhibit "A".
2. The Plan of Merger was approved by the sole shareholder of the Merging Corporation by unanimous written consent dated December 7, 1999, as required by the North Carolina Business Corporation Act.
3. The Plan of Merger was approved by the sole shareholder of the Surviving Corporation by unanimous written consent dated December 7, 1999, as required by the North Carolina Business Corporation Act.
4. The merger as set forth above shall be effective as of 12:01 a.m. on January 1, 2000.

These Articles of Merger are hereby submitted and delivered upon execution by the undersigned, a duly authorized officer of the Surviving Corporation, on this 7<sup>th</sup> day of December, 1999.

AMSAN NORTH CAROLINA, INC.,  
a North Carolina corporation


By   
\_\_\_\_\_  
Michael E. McDevitt  
Senior Vice President

EXHIBIT A  
TO  
ARTICLES OF MERGER

PLAN OF MERGER

A. CORPORATIONS PARTICIPATING IN MERGER

MAINTENANCE SUPPLY COMPANY, a North Carolina corporation (the "Merging Company"), agrees that it shall merge into AMSAN NORTH CAROLINA, INC., a North Carolina corporation (the "Surviving Company").

B. NAME OF SURVIVING COMPANY

After the merger, the Surviving Company shall have the name "Maintenance Supply Company."

The Surviving Company shall continue to be governed by the laws of the State of North Carolina, and the registered office of the Surviving Company shall be:

CT Corporation System  
225 Hillsborough Street  
Raleigh, North Carolina 27603  
Wake County

The principal office of the Surviving Company shall be:

Maintenance Supply Company  
8000 Regency Parkway, Suite 285  
Cary, North Carolina 27511  
Wake County

C. MERGER

Pursuant to the terms and conditions of this Plan of Merger, the Merging Company shall merge into the Surviving Company. Upon the merger becoming effective, the corporate existence of the Merging Company will cease and the corporate existence of the Surviving Company will continue. The title to all real estate and other property owned by the Merging Corporation will be vested in the Surviving Company without reversion or impairment. The Surviving Company will have all liabilities of the Merging Company. The merger shall become effective as of 12:01 a.m. on January 1, 2000 (the "Effective Date.")

On the Effective Date, the charter of the Surviving Company shall become and shall thereafter continue to be the charter of the Surviving Company until and unless amended as provided by law. The bylaws of the Surviving Company in effect as of the Effective Date shall continue to be the bylaws of the Surviving Company until changed as therein provided.

The persons who on the Effective Date are officers and directors of the Surviving Company shall continue to be officers and directors of the Surviving Company in accordance with the bylaws of the Surviving Company and shall continue to serve pursuant thereto.

D. CONVERSION AND EXCHANGE OF SHARES

On the Effective Date, the outstanding shares of the Merging Company shall be converted and exchanged as follows:

1. Shares of the Class A and Class B common stock of the Merging Company issued and outstanding to the sole shareholder on the Effective Date shall by virtue of the merger and on the Effective Date be converted into and become without action on the part of the sole shareholder twelve thousand fifty seven (12,057) shares of the common stock of the Surviving Company.

2. Any share of common stock of the Merging Company issued and held in the treasury of the Merging Company as of the Effective Date will be cancelled and retired, and no securities of the Merging Company shall be issuable with respect thereto. All of the shares of common stock of the Merging Company shall be deemed to be cancelled and retired on the Effective Date and the holders of outstanding certificates therefor shall have only the rights set forth in this Section D.

3. On the Effective Date each holder of a certificate or certificates representing any shares of the Merging Company common stock which have been converted into common stock of the Surviving Company pursuant to this Section D shall be entitled to receive therefor as promptly as practicable a copy of the certificate or certificates representing common stock of the Surviving Company so converted.

4. The shares of common stock of the Surviving Company will remain the same.

After approval of this Plan of Merger by the shareholders of the Merging Company and the Surviving Company, and at any time prior to the merger becoming effective, the board of directors of the Surviving Company may, in its discretion, abandon the merger.