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To the Honorable Commissioner of Patents and Trademark

Transmitting original documents or copy thereof.

1. Name of conveying party(ies):
 Heidelberg Web Press, Inc
 121 Broadway
 Dover, New Hampshire 03820
 Individual(s) U.S. Association
 General Partnership Limited Partnership
 Corporation
 Other
 Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies):
 Heidelberg Web Systems, Inc.
 121 Broadway
 Dover, New Hampshire 03820
 Individual(s) Citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation
 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(s) attached: Yes No

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OPR/FINANCE

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:
 Effective Date: December 31, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 1,826,123
 1,814,720
 Additional Numbers attached? Yes No

6. Total number of applications and registrations involved: 2
 7. Total fee (37 C.F.R. 3.41) \$ 65.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number: 11-0600

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Richard L. Mayer, Esq.
 Address: KENYON & KENYON
 One Broadway
 New York, New York 10004

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.

Jean Pelkowski
 Name of Person Signing

Jean Pelkowski
 Signature

3/15/2000
 Date

Total number of pages comprising cover sheet

OMB No. 0651-0011 (exp. 4-94)

04/25/2000 TTGM11 00000220 110600 1826123

Do not detach this portion

01 FC:481 40.00 CH
 02 FC:482 25.00 CH
 Comments to be included with required cover sheet information to:

Commissioner of Patents and Trademarks
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 Washington DC 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0605-0011), Washington, D.C. 20503

Office of the Secretary of State

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:

"HEIDELBERG FINISHING SYSTEMS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "HEIDELBERG WEB PRESS, INC." UNDER THE NAME OF "HEIDELBERG WEB SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998, AT 10 O'CLOCK A.M.



2361919 8100M
001082442

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0276781

DATE: 02-24-00

TRADEMARK
REEL: 002059 FRAME: 0066

**CERTIFICATE OF MERGER
OF
HEIDELBERG FINISHING SYSTEMS, INC.
INTO
HEIDELBERG WEB PRESS, INC.**

(Effective as of 31 December 1998)

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:

Heidelberg Web Press, Inc. Delaware

Heidelberg Finishing Systems, Inc. Delaware

SECOND: That an Agreement of Merger 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 251 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Heidelberg Web Press, Inc., which shall herewith be changed to **Heidelberg Web Systems, Inc.**, a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Heidelberg Web Press, Inc., which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation, except that the name of Heidelberg Web Press, Inc. is hereby changed to **Heidelberg Web Systems, Inc.**

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 121 Broadway, Dover NH 03820-1289.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation

SEVENTH: That this Certificate of Merger shall be effective as of the close of business on 31 December 1998.

Dated: 16 DECEMBER 1998

HEIDELBERG WEB PRESS, INC.

By: *Robert A. Brown*
Robert A. Brown, President

ATTEST:

By: *Hugh T. Lee*
Hugh T. Lee, Secretary