

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

05-16-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



APR 21 AM 9:59

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OPR/FINANCE

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

APR 21 AM 9:59
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

4.21.00

- 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
- Change of Name
- Other _____

Effective Date
Month Day Year
02 01 2000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Pierce Leahy Corp.

02 01 2000

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

Citizenship/State of Incorporation/Organization Pennsylvania

Receiving Party

Mark if additional names of receiving parties attached

Name Iron Mountain Incorporated

DBA/AKA/TA _____

Composed of _____

Address (line 1) 745 Atlantic Avenue

Address (line 2) _____

Address (line 3) Boston Massachusetts 02111
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

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.)

Citizenship/State of Incorporation/Organization Pennsylvania

FOR OFFICE USE ONLY

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01 FC:481
02 FC:482

40.00 OP
25.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503
TRADEMARK 1

REEL: 002073 FRAME: 0887

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" value="1,593,452"/>	<input type="text" value="2,054,913"/>	<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"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.) #

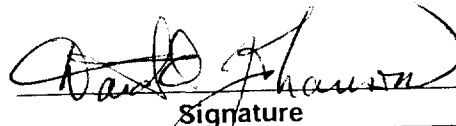
Deposit Account Number:

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.

David O. Johanson



April 21, 2000

Name of Person Signing

Signature

Date Signed

Merger Number 1

Filed with the Department of State on

Entry Number 274424230000000

Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION
DSCB 15-1926 (Rev. 01)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: Pierce Leiby Corp.

2. (Check and complete one of the following):
 The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 631 Park Avenue King of Prussia PA 19406 Montgomery County
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

_____ The surviving corporation is a qualified foreign business corporation incorporated under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

_____ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

_____ City State Zip
Number and Street

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation Address of Registered Office or Name of Commercial Registered Office Provider County
Iron Mountain Incorporated (Not Qualified)

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EDWARD J. ...
SECRETARY OF THE COMMONWEALTH

4. (Check, and if appropriate complete, ~~one~~ of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of Corporation	Manner of Adoption
<u>Pierce Leahy Corp.</u>	<u>Adopted by the directors and shareholders pursuant to</u> <u>15 Pa.C.S. § 1924(a)</u>

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

<u>745 Atlantic Avenue</u>	<u>Boston</u>	<u>Massachusetts</u>	<u>02111</u>	<u>Suffolk</u>
Number and Street	City	State	Zip	County

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this _____ day of February, 2000.

PIERCE LEAHY CORP

(Name of Corporation)

BY: [Signature]
(Signature)

TITLE: President and Chief Executive Officer

IRON MOUNTAIN INCORPORATED

(Name of Corporation)

BY: [Signature]
(Signature)

TITLE: Chairman of the Board and Chief Executive Officer

200007-1400

EXHIBIT A

COMMONWEALTH OF PENNSYLVANIA
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
IRON MOUNTAIN INCORPORATED

In compliance with the requirements of 15 Pa.C.S. §1915 of the Business Corporation Law of 1988 (relating to articles of amendment), the undersigned business corporation, desiring to amend and restate its Articles of Incorporation, hereby states that:

FIRST: The name of the Corporation is Iron Mountain Incorporated.

SECOND: The address of this Corporation's current registered office in this Commonwealth is:

Corporation Service Company
319 Market Street
Harrisburg, PA 17101
Dauphin County

THIRD: The Corporation is incorporated under the provisions of the Business Corporation Law of 1988, as amended. The date of incorporation of the Corporation was March 5, 1997.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is One Hundred Sixty Million (160,000,000) shares, to be divided into One Hundred Fifty Million (150,000,000) shares of Common Stock, par value \$0.01 per share, and Ten Million (10,000,000) shares of Preferred Stock, par value \$0.01 per share.

The Board of Directors is authorized to provide for the issuance of the shares of Preferred Stock as a class without series or in one or more series, and, by filing a statement pursuant to applicable law of the Commonwealth of Pennsylvania, to establish from time to time the number of shares to be included in each such class or series, and to fix the designations, powers, preferences and rights of the shares of each such class or series.

Any or all classes and series of shares, or any part thereof, may be represented by uncertificated shares to the extent determined by the Board of Directors, except that shares represented by a certificate that is issued and outstanding shall continue to be represented thereby until the certificate is surrendered to the Corporation.

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FIFTH: The shareholders shall not have the right to cumulate their shares in voting for the election of Directors.

SIXTH: Subchapter E (Sections 2541-2548), Subchapter G (Sections 2561-2568) and Subchapter H (Section 2571-2578) of the Pennsylvania Business Corporation Law of 1988, as amended, shall not be applicable to this Corporation.

SEVENTH: These Amended and Restated Articles of Incorporation supersede the Corporation's original Articles of Incorporation and all amendments thereto and prior restatement thereof.

EIGHTH: The Duration of the Corporation is perpetual.

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C O M M O N W E A L T H O F P E N N S Y L V A N I A

D E P A R T M E N T O F S T A T E

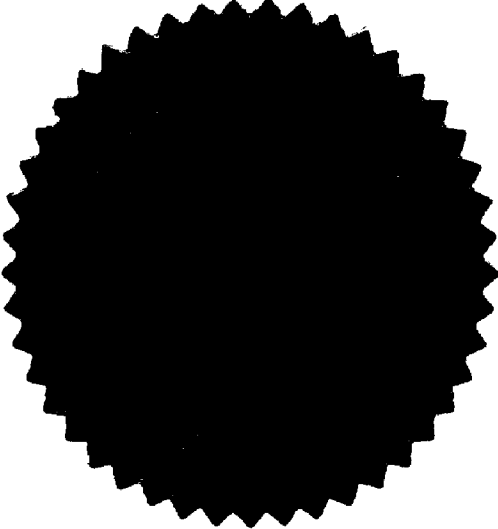
FEBRUARY 14, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

IRON MOUNTAIN INCORPORATED

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger restating the Articles of Incorporation in their entirety which appear of record in this department

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.



Kim Pizzingrilli

Secretary of the Commonwealth

DPOS