

05-24-2000



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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  
 03 31 00
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name  KNOW IT ALL, INC.

Execution Date  
Month Day Year  
 03 31 00

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  RAYMOND KARSAN ASSOCIATES, INC.

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)  170 SOUTH WARNER ROAD

Address (line 3)  WAYNE

PA  U.S.A.

19072

- 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

05/23/2000 ASCOTT 00000059 161322 2144575

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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. 20231

TRADEMARK  
REEL: 002077 FRAME: 0798

**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)**

**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.

MINDY ELLIS SCHWARTZ  
Name of Person Signing

Mindy Ellis Schwartz  
Signature

April 28, 2000  
Date Signed

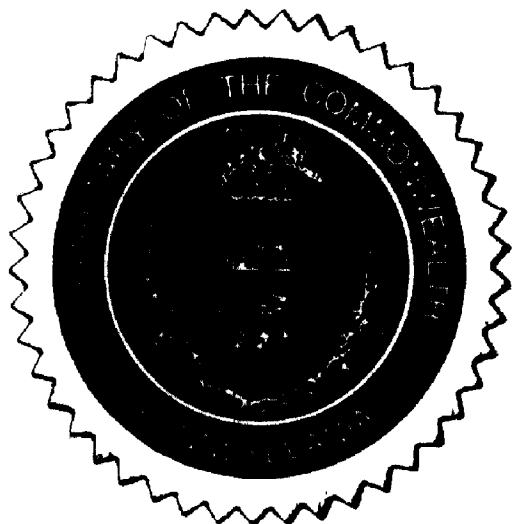
C O M M O N W E A L T H   O F   P E N N S Y L V A N I A

D E P A R T M E N T   O F   S T A T E

APRIL 17, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY, That from an examination of the indices and records of this department, it appears that on March 31, 2000, Articles of Merger were filed pursuant to the laws of the Commonwealth of Pennsylvania, whereby KNOW IT ALL, INC., a Pennsylvania corporation, incorporated January 14, 1997 merged into and with RAYMOND KARSAN ASSOCIATES, INC., a Pennsylvania corporation, incorporated November 24, 1999, which was the surviving corporation to the merger.



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 Ruggenulth*

Secretary of the Commonwealth

DPOS

200027 - 38

MAR 31 2000

Microfilm Number

Filed with the Department of State on

Entity Number

1011191

*Kevin Pappas*

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

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: Raymond Karsan Associates, Inc.

2. (Check and complete one of the following):

X The surviving corporation is a domestic corporation and the (a) address of its current registered office in the 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) 170 South Warner Road Wayne PA 19072 Montgomery  
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) the 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

— The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of:

\_\_\_\_\_  
Number and Street City State Zip County

PA DEPT OF STATE

2000 MAR 31 PM 3:43

3 The name and the address of the registered office or name of its commercial registered office provider and the county of venue of each other domestic business corporation and, in qualified foreign business corporation is as follows:

Name of Corporation / Address of Registered Office or Name of Commercial Registered Office Provider / County

Know It All, Inc. / 1515 Locust Street, 2nd Floor, Philadelphia, PA 19102 / Philadelphia

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>Raymond Karsan Associates, Inc.</u>	<u>Unanimous approval of the shareholders by written consent</u>
<u>Know It All, Inc.</u>	<u>Unanimous approval of the shareholders by written consent</u>

6 (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:

170 South Warner Road / Wayne / PA / 19072  
Number and Street / City / State / Zip

200027-40

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be duly signed by a duly authorized officer thereof this 31st day of March, 2000.

RAYMOND KARSAN ASSOCIATES, INC.

By: *Eliot Clark*  
Name: Eliot Clark  
Title: Chief Operating Officer

KNOW IT ALL, INC.

By: *Ellen Thompson*  
Name: Ellen Thompson  
Title: Chief Executive Officer

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

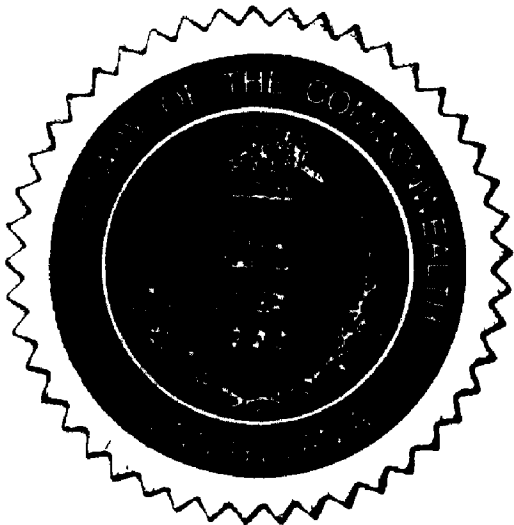
APRIL 14, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

RAYMOND KARSAN ASSOCIATES, INC.

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

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

TRADEMARK  
REEL: 002077 FRAME: 0804

**RE: Recordation of Merger of  
Know It All, Inc. into Raymond Karsan Associates, Inc.**

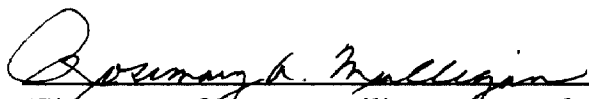
“EXPRESS MAIL” MAILING LABEL NUMBER: *EL563226021US*

DATE OF DEPOSIT: *4/28/00*

I HEREBY CERTIFY THAT THIS PAPER OR FEE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE “EXPRESS MAIL POST OFFICE TO ADDRESSEE” SERVICE UNDER 37 CFR 1.10 ON THE DATE INDICATED ABOVE AND IS ADDRESSED TO COMMISSIONER OF PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231.

Rosemary A. Mulligan

(Typed or printed name of person mailing paper or fee)

  
\_\_\_\_\_  
(Signature of person mailing paper or fee)