



05-02-2000

U.S. Patent & TMO/TM Mail Rpt Dt. #70

DAT
TRA

05-31-2000



To the Hon. _____ s and 1

101369515

original document(s) or copy(ies).

1. Name of conveying party(ies):

Renaissance Holdings, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation Other: _____

Citizenship/State of Incorporation/Organization: Oregon

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

Execution date: February 7, 2000

2. Name and address of receiving party(ies):

Name: Renaissance Credit Services, Inc.

Street Address: 2700 Sanders Road
Prospect Heights, IL 60070

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other: _____

Citizenship/State of Incorporation/Organization: Delaware

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(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- License Nunc Pro Tunc Assignment
- Other: _____

Effective Date: _____

4. Nature of submission:

- New
- Resubmission (Non-Recordation) Document ID# _____
- Correction of PTO error
- Reel #: _____ Frame #: _____
- Corrective Document
- Reel #: _____ Frame #: _____

5. Application number(s) or registration number(s):

A. Trademark Application No.(s)

ATTORNEY DOCKET NO.: 5145-060

B. Trademark Registrations No.(s)

1,802,916

1,805,539

1,861,452

Additional numbers attached? Yes No

6. Correspondent name and address:

LAFF, WHITESEL & SARET, LTD.

ATTORNEYS AT LAW
401 NORTH MICHIGAN AVENUE
SUITE 1700
CHICAGO, ILLINOIS 60611-4212

Direct telephone calls to: Larry L. Saret
at telephone no. (312) 661-2100 or fax no. (312) 661-0029

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as Express Mail, postage prepaid, in an envelope addressed to: Commissioner for Patents and Trademarks, Box Assignments, Washington, DC 20231 on May 2, 2000 Label No.: EL 565 969 937 US

Typed name: Jorge Galvan

7. Total number of properties involved: 3

Total pages including cover sheet & attachments: 10

Total fee (37 CFR 3.41)\$ 90.00

- Enclosed
- Authorized to be charged to deposit account #12-0064
- Authorization to charge additional fees to 12-0064

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

05 3172000 BNGUYEN 00000064 1802916

01 FF:411 40.00 OP
02 482 Statement and signature 40.00 OP

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.

Larry L. Saret

Name of Person Signing

Larry L. Saret
Signature

May 2, 2000

Date

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, **BILL BRADBURY**, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

RENAISSANCE CREDIT SERVICES, INC.

a Business Corporation,
incorporated under the laws of
Delaware

was authorized to transact business in Oregon on
February 1, 2000

Articles of Merger
were filed on **February 7, 2000**
merging

RENAISSANCE HOLDINGS, INC.

with and into

RENAISSANCE CREDIT SERVICES, INC.

I further certify that

RENAISSANCE CREDIT SERVICES, INC.

is active on the records of the Corporation Division as of the date of this certificate.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

BILL BRADBURY, Secretary of State



By

Sally L. Pople
Sally L. Pople
February 7, 2000

FILED

FEB 07 2000
OREGON
SECRETARY OF STATE

ARTICLES OF MERGER
OF

RENAISSANCE HOLDINGS, INC. #26914085

WITH AND INTO

RENAISSANCE CREDIT SERVICES, INC. #73358286

The following Articles of Merger are filed pursuant to Sections 60.481 and 60.494 of the Oregon Business Corporation Act by Renaissance Credit Services, Inc., a Delaware corporation ("Merger Sub"), the surviving corporation in the merger of Renaissance Holdings, Inc., an Oregon corporation ("RHI"), with and into Merger Sub, with Merger Sub as the surviving corporation (the "Merger"):

1. Plan of Merger. The Agreement and Plan of Merger, dated as of November 30, 1999, by and among Household International, Inc., a Delaware corporation ("Household"), Merger Sub, and RHI (the "Plan") relating to the Merger is attached hereto as Exhibit A and is incorporated herein by this reference as if fully set forth. The Plan has been duly adopted and approved by the Board of Directors of each of Household, Merger Sub and RHI.

2. Shareholder Approvals. The Plan required only the approval of the shareholders of RHI. RHI shareholders approved the Plan as follows:

6,769,765.78 shares of common stock; 317,314 shares of Class B Common Stock; and 299,078 shares of Class C Nonvoting Common Stock of RHI were outstanding, and each such share was entitled to cast one vote on the Plan;

6,658,444.49 shares of common stock; 317,314 shares of Class B Common Stock; and 299,078 shares of Class C Nonvoting Common Stock of RHI were voted in favor of the Plan;

44,543 shares of common stock of RHI abstained from voting; and

No shares of common stock; no shares of Class B Common Stock; and no shares of Class C Nonvoting Common Stock of RHI voted against the Plan.

3. Effective Date. These Articles of Merger are effective when filed with the Secretary of State of the state of Oregon.

Samy 2/7

4. Contact. The person to contact about this filing is:

Jeffery B. Erb
Stoel Rives LLP
900 S.W. Fifth Ave., Suite 2300
Portland, Oregon 97204-1268
Tel. (503) 294-9803

Dated: February 7, 2000.

RENAISSANCE CREDIT SERVICES, INC.
a Delaware corporation

By: _____

S.N. Mehta
Name: S.N. Mehta
Title: President

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

4236892.1

VOID WITHOUT WATERMARK OR IF ALTERED OR ERASED

TRADEMARK

REEL: 002080 FRAME: 0428

ANNEX A

Agreement and Plan of Merger

dated as of November 30, 1999

by and among

**HOUSEHOLD INTERNATIONAL, INC.,
RENAISSANCE CREDIT SERVICES, INC.**

and

RENAISSANCE HOLDINGS, INC.

VOID WITHOUT WATERMARK OR IF ALTERED OR ERASED

REEL: 002080 FRAME: 0425

TABLE OF CONTENTS

	<u>Page</u>
ARTICLE I—DEFINITIONS	1
SECTION 1.1 Definitions	1
Article II—THE MERGER	6
SECTION 2.1 The Merger	6
SECTION 2.2 Effective Time of the Merger	7
SECTION 2.3 Closing	7
SECTION 2.4 Effects of the Merger	7
SECTION 2.5 Certificate of Incorporation and Bylaws	7
SECTION 2.6 Directors	7
SECTION 2.7 Officers	7
ARTICLE III—CONVERSION OF SHARES	7
SECTION 3.1 Conversion of Capital Stock of Merger Sub	7
SECTION 3.2 Conversion of Capital Stock of RHI	7
SECTION 3.3 Exchange of Certificates	8
SECTION 3.4 Proration	10
SECTION 3.5 Dividends, Fractional Shares, Etc.	10
SECTION 3.6 RHI Stock Options	11
SECTION 3.7 Tax Treatment	12
SECTION 3.8 Dissenters' Rights	12
ARTICLE IV—REPRESENTATIONS AND WARRANTIES OF RHI	12
SECTION 4.1 Organization and Qualifications; Subsidiaries	12
SECTION 4.2 Articles of Incorporation or Charter and Bylaws	13
SECTION 4.3 Capitalization	13
SECTION 4.4 Authority Relative to This Agreement	13
SECTION 4.5 No Conflict; Required Filings and Consents; Certain Contracts	13
SECTION 4.6 Compliance	14
SECTION 4.7 Reports and Financial Statements	14
SECTION 4.8 Absence of Certain Changes or Events	15
SECTION 4.9 Litigation	15
SECTION 4.10 Employee Benefit Plans	15
SECTION 4.11 Labor	17
SECTION 4.12 Insurance	17
SECTION 4.13 Brokers	18
SECTION 4.14 Taxes	18
SECTION 4.15 Environmental Matters	18
SECTION 4.16 Loans	18
SECTION 4.17 Intellectual Property	19
SECTION 4.18 Books and Records	19
SECTION 4.19 Transactions with Affiliates	19
SECTION 4.20 Opinion of Financial Advisor	19
SECTION 4.21 Reliance	20
ARTICLE V—REPRESENTATIONS AND WARRANTIES OF HOUSEHOLD AND MERGER SUB ..	20
SECTION 5.1 Organization and Qualifications; Subsidiaries	20
SECTION 5.2 Charter and Bylaws	20
SECTION 5.3 Capitalization	20
SECTION 5.4 Authority Relative to This Agreement	21

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:

"RENAISSANCE HOLDINGS, INC.", A OREGON CORPORATION,
WITH AND INTO "RENAISSANCE CREDIT SERVICES, INC." UNDER THE NAME OF "RENAISSANCE CREDIT SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF FEBRUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

3065959 8100M

001061212

0243052

AUTHENTICATION:

DATE: 02-07-00

TRADEMARK

REEL: 002080 FRAME: 0431

CERTIFICATE OF MERGER
OF
RENAISSANCE HOLDINGS, INC.
WITH AND INTO
RENAISSANCE CREDIT SERVICES, INC.
(Under Section 252 of the General
Corporation Law of the State of Delaware)

RENAISSANCE CREDIT SERVICES, INC., a Delaware corporation, hereby certifies that:

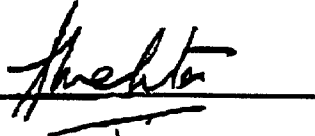
1. The name and state of incorporation of the constituent corporations are as follows:
 - (a) RENAISSANCE HOLDINGS, INC., an Oregon corporation (“RHI”); and
 - (b) RENAISSANCE CREDIT SERVICES, INC., a Delaware corporation (the “Surviving Corporation”).
2. The Agreement and Plan of Merger (the “Agreement and Plan of Merger”) dated as of November 30, 1999, among RHI, the Surviving Corporation and Household International, Inc., a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with, in the case of RHI, the laws of the State of Oregon, and with, in the case of the Surviving Corporation, Section 252(c) of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is RENAISSANCE CREDIT SERVICES, INC.
4. The certificate of incorporation of the Surviving Corporation as in effect immediately prior to the merger shall be the certificate of incorporation of the Surviving Corporation.
5. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation at 2700 Sanders Road, Prospect Heights, Illinois 60070.
6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

7. The authorized capital stock of RHI consists of 500,000 shares of Class C common stock, 24,500,000 shares of Class B common stock and 25,000,000 shares of common stock of RHI, with all shares having a par value of \$.01.

IN WITNESS WHEREOF, RENAISSANCE CREDIT SERVICES, INC. has caused this certificate to be signed as of the 7th day of February, 2000.

RENAISSANCE CREDIT SERVICES, INC.

By: _____
Name: S. N. Mehta
Title: President



I:\new\lsc\renais\lsc\cert\lsc\cert07020001