

08-01-2000

Form PTO-1594  
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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

6-20-00

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

1. Name of conveying party(ies):  
**Deliverex, Incorporated**

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation - State: California  
 Other \_\_\_\_\_

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

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

Internal Address: \_\_\_\_\_  
 Street Address: 2054 Zanker Road

City: San Jose State: California ZIP: 95131

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - Delaware  
 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(es) attached?  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Interest  Change of Name  
 Other \_\_\_\_\_

Effective Date: January 26, 1996

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)

Additional numbers attached?  Yes  No

Trademark Registration No.(s)\  
**1,172,589**

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Brian Jaenicke, Legal Assistant  
Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas  
City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved: 1

7. Total fee (37 CFR 3.41): ..... \$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account, in case of deficiency

8. Deposit account number: \_\_\_\_\_  
 (23-1705 in case of deficiency)  
 (Attach duplicate copy of this page if paying by deposit account)

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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.*

Brian T. Jaenicke  
Name of Person Signing

Brian T. Jaenicke  
Signature

6/20/00  
Date

Total number of pages comprising cover sheet: 1

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 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 (0651-0011), Washington, D.C. 20503.

CERTIFICATE OF MERGER

OF

DELIVEREX, INCORPORATED  
(a California corporation)

AND

ASK RECORD MANAGEMENT, INC.

INTO

Deliverex Acquisition Corp.  
(a Delaware corporation)

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Pursuant to Sections 103 and 252(c) of the General  
Corporation Law of the State of Delaware

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Deliverex Acquisition Corp., a Delaware corporation,  
which desires to merge with Deliverex Incorporated, a California  
corporation and ASK Record Management, Inc., a California  
corporation pursuant to the provisions of Section 252(c) of the  
General Corporation Law of the State of Delaware (the "Merger"),  
hereby certifies as follows:

FIRST: The names and states of incorporation of the  
constituent corporations in the Merger (the "Constituent  
Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Deliverex, Incorporated	California
ASK Record Management, Inc.	California
Deliverex Acquisition Corp.	Delaware

SECOND: An Agreement and Plan of Reorganization,  
dated as of October 25, 1995, by and among F.Y.I. Incorporated, a  
Delaware corporation, Deliverex Acquisition Corp., a Delaware  
corporation, Deliverex, Incorporated, a California corporation,  
ASK Record Management, Inc., a California corporation, Steven H.  
Rowen and Andrea V. Bushnell (the "Reorganization Agreement"),

has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 252(c) of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation shall be Deliverex Acquisition Corp., a Delaware corporation (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of Deliverex Acquisition Corp., as in effect immediately prior to the filing of this Certificate of Merger, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The executed Reorganization Agreement is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 2054 Zanker Road, San Jose, CA 95131.

SIXTH: A copy of the executed Reorganization Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

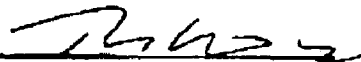
SEVENTH: The Surviving Corporation hereby agrees that it may be served with process in Delaware, in any proceeding, for enforcement of any obligation of the Surviving Corporation arising from the Merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware. The Surviving Corporation hereby irrevocably appoints the Secretary of State of the State of Delaware (the "Secretary of State") as agent to accept service of process in any such suit or other proceedings. A copy of such process shall be mailed by the Secretary of State to the Surviving Corporation at 2911 Turtle Creek Boulevard, Ste. 300, Dallas, TX 75219.

EIGHTH: The authorized capital stock of Deliverex, Incorporated is 10,000 shares of common stock, no par value. The authorized shares of ASK Record Management, Inc. is 500,000 shares of common stock, no par value.

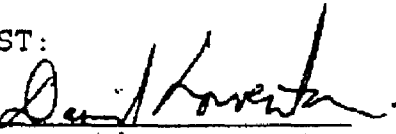
NINTH: This Certificate shall not become effective until January 26, 1996.

IN WITNESS WHEREOF, Deliverex Acquisition Corp. has caused this Certificate of Merger to be signed by its President, and attested by its Secretary, as of this 27<sup>th</sup> day of January, 1996.

DELIVEREX ACQUISITION CORP.  
(a Delaware corporation)

By:   
Name: Thomas C. Walker  
Title: President

ATTEST:

By:   
Name: David Lowenstein  
Title: Secretary

*State of Delaware*  
*Office of the Secretary of State*

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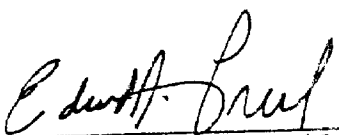
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:  
"ASK RECORD MANAGEMENT, INC.", A CALIFORNIA CORPORATION,  
"DELIVEREX, INCORPORATED", A CALIFORNIA CORPORATION,  
WITH AND INTO "DELIVEREX ACQUISITION CORP." UNDER THE NAME OF "DELIVEREX ACQUISITION CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF JANUARY, A.D. 1996, AT 9 O'CLOCK A.M.



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\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0494856

DATE: 06-13-00

RECORDED: 06/20/2000

TRADEMARK  
REEL: 002112 FRAME: 0815