

09-19-2000



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*MLO*  
*8-18-00*

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
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership

- Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

09/18/2000 NTHA11 00000249 2233036  
01 FC:481 40.00 OP

FOR OFFICE USE ONLY

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: 002140 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)**

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,233,036"/>	<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"/>	<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

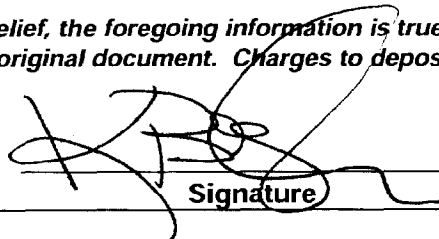
No

**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.

Katherine M. Bush

Name of Person Signing



Signature

August 18, 2000

Date Signed

State of Delaware  
Office of the Secretary of State PAGE 1

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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:

"PGT, INC.", A DELAWARE CORPORATION,

WITH AND INTO "PRICESMART, INC." UNDER THE NAME OF "PRICESMART, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF AUGUST, A.D. 1997, AT 9:03 O' CLOCK A.M.



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

Edward J. Freel, Secretary of State

2427225 8100M

971388490

AUTHENTICATION: 8780895

DATE: 12-01-97

TRADEMARK  
REEL: 002140 FRAME: 0800

**CERTIFICATE OF MERGER  
OF  
PGT, INC.  
INTO  
PRICESMART, INC.**

**(UNDER SECTION 251 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)**

PRICESMART, INC. hereby certifies that:

(1) The name and state of incorporation of each of the constituent corporations are:

(a) PGT, Inc., a Delaware corporation; and

(b) PriceSmart, Inc., a Delaware corporation

(2) An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

(3) The name of the surviving corporation in the merger herein certified is PriceSmart, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

(4) The Certificate of Incorporation of PriceSmart, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

(5) The surviving corporation is a corporation of the State of Delaware.

(6) The executed Agreement of Merger is on file at the principal place of business of PriceSmart, Inc. at 4649 Morena Blvd., San Diego, California 92117.

(7) A copy of the Agreement of Merger will be furnished by PriceSmart, Inc., on request and without cost, to any stockholder of each of the aforesaid constituent corporations.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger  
as of the 29<sup>th</sup> day of August, 1997. corporations parties hereto.

PRICESMART, INC.

BY: Robert E. Price  
President

ROBERT E. PRICE

State of Delaware  
Office of the Secretary of State PAGE 1

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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:

"PRICE VENTURES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "PGT, INC." UNDER THE NAME OF "PGT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF AUGUST, A.D. 1997, AT 9 O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

2428305 8100M

AUTHENTICATION: 8780892

971388490

DATE: 12-01-97

TRADEMARK  
REEL: 002140 FRAME: 0803

**CERTIFICATE OF MERGER  
OF  
PRICE VENTURES, INC.  
INTO  
PGT, INC.**

(UNDER SECTION 251 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)

PGT, INC. hereby certifies that:

(1) The name and state of incorporation of each of the constituent corporations are:

(a) Price Ventures, Inc., a Delaware corporation; and

(b) PGT, Inc., a Delaware corporation

(2) An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

(3) The name of the surviving corporation in the merger herein certified is PGT, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

(4) The Certificate of Incorporation of PGT, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

(5) The surviving corporation is a corporation of the State of Delaware.

(6) The executed Agreement of Merger is on file at the principal place of business of PGT, Inc. at 4649 Morena Blvd., San Diego, California 92117.

(7) A copy of the Agreement of Merger will be furnished by PGT, Inc., on request and without cost, to any stockholder of each of the aforesaid constituent corporations.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as  
of the 29<sup>th</sup> day of August, 1997.

PGT, INC.

BY: *Robert E. Price*  
President

ROBERT E. PRICE

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RECORDED: 08/18/2000

TRADEMARK  
REEL: 002140 FRAME: 0805