

09-22-2000



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To the Honorable Commissioner of

101468116

Attached original documents or copy thereof.

1. Name of conveying party(ies):

West Professional Training Programs, Inc.

- Individual(s)
- General Partnership
- Corporation-State of Minnesota
- Association
- Limited Partnership
- Other

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

West Publishing Corporation  
610 Opperman Drive  
Eagan, Minnesota 55123

- Individual(s) citizenship U.S.
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Minnesota
- Other

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

3. Nature of Conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other

Execution Date: 12/31/96

If assignee is not domiciled in the United States, a domestic representative designated is attached  Yes  No

(Designations must be a separate document Assignment)  
Additional name(s) & Address(es) attached  Yes  No

4. Application or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,700,910

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Ava K. Doppelt, Esquire  
Allen, Dyer, Doppelt,  
Milbrath & Gilchrist, P.A.  
255 South Orange Avenue  
Suite 1404  
Orlando, Florida 32801

6. Total number of applications and registrations involved:.....(1)

7. Total fee (37CFR 3.41)..... \$ 40.00  
 Enclosed (receipt for payment)  
 Charge any amounts due or credit any Overpayment to deposit account no. 01-0484

(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.

Ava K. Doppelt, Esquire

August 30, 2000

Signature

Date

Total number of pages including cover sheet, attachments and document: 6

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# State of Minnesota

## SECRETARY OF STATE

### Certificate of Merger

I, Joan Anderson Grove, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

*Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A*

*State of Formation and Names of Merging Entities:*

**MN: WEST PROFESSIONAL TRAINING PROGRAMS, INC.  
MN: WEST PUBLISHING CORPORATION**

*State of Formation and Name of Surviving Entity:*

**MN: WEST PUBLISHING CORPORATION**

*Effective Date of Merger: December 31, 1996*

*Name of Surviving Entity After Effective Date of Merger:*

**WEST PUBLISHING CORPORATION**

*This certificate has been issued on: December 30, 1996*



*Joan Anderson Grove*  
Secretary of State.

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ARTICLES OF MERGER

OF

WEST PROFESSIONAL TRAINING PROGRAMS, INC

and

WEST PUBLISHING CORPORATION

To the Secretary of State  
State of Minnesota

Pursuant to the provisions of the Minnesota Business Corporation Act governing the merger of two or more domestic corporations for profit, the corporations hereinafter named do hereby adopt the following Articles of Merger.

FIRST: The names of the merging corporations are WEST PROFESSIONAL TRAINING PROGRAMS, INC., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and WEST PUBLISHING CORPORATION, which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act.

SECOND: Attached hereto and made a part hereof is the Plan of Merger for merging WEST PROFESSIONAL TRAINING PROGRAMS, INC. with and into WEST PUBLISHING CORPORATION as approved by resolution of the directors and as approved by the shareholders of each of said merging corporations.

THIRD: The Plan of Merger has been approved by WEST PROFESSIONAL TRAINING PROGRAMS, INC. and WEST PUBLISHING CORPORATION pursuant to Chapter 302A, Minnesota Statutes.

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FOURTH: WEST PUBLISHING CORPORATION will continue its existence as the surviving corporation under its present name pursuant to the provisions of the Minnesota Business Corporation Act.

FIFTH: The merger of WEST PROFESSIONAL TRAINING PROGRAMS, INC. with and into WEST PUBLISHING CORPORATION shall become effective on December 31, 1996.

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document. I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this document under oath.

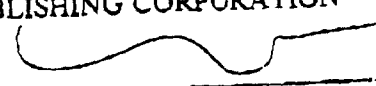
Executed on this 23rd day of December, 1996.

WEST PROFESSIONAL TRAINING PROGRAMS, INC.

By:   
Its Vice President  
Michael S. Harris

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document. I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this document under oath.

Executed on this 23rd day of December, 1996.

WEST PUBLISHING CORPORATION  
By:   
Its Vice President  
Michael S. Harris

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PLAN OF MERGER approved on December 16, 1996 by WEST PROFESSIONAL TRAINING PROGRAMS, INC., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and by resolution adopted by its Board of Directors on said date, and approved on December 16, 1996 by WEST PUBLISHING CORPORATION, which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and by resolution adopted by its Board of Directors on said date.

1. WEST PROFESSIONAL TRAINING PROGRAMS, INC. and WEST PUBLISHING CORPORATION shall, pursuant to the provisions of the Minnesota Business Corporation Act, be merged with and into a single corporation, to wit, WEST PUBLISHING CORPORATION, which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Minnesota Business Corporation Act. The separate existence of WEST PROFESSIONAL TRAINING PROGRAMS, INC., which is sometimes hereinafter referred to as the "merged corporation", shall cease upon said effective date in accordance with the provisions of said Minnesota Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation upon the effective date of the merger shall continue to be the Articles of Incorporation of said surviving corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Minnesota Business Corporation Act.

3. The bylaws of the surviving corporation as in force and effect upon the effective date of the merger shall continue to be the bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Minnesota Business Corporation Act.

4. The directors and officers in office of the surviving corporation upon the effective date of the merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. All of the 10,000 shares of issued stock of the merged corporation shall, upon the effective date of the merger, be exchanged for one share of common stock of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation.

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6. The Plan of Merger herein made and approved shall be submitted to the shareholders entitled to vote thereon of the merged corporation and of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Minnesota Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the merged corporation and of the surviving corporation in the manner prescribed by the provisions of the Minnesota Business Corporation Act, the merged corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Minnesota, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the merged corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

9. The merger herein provided for shall become effective in the State of Minnesota on December 31, 1996.

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
LED  
DEC 30 1998  
*John Anderson*  
Secretary of State

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