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To the Honorable Commissioner of Patents and Trademarks, enclosed original documents or copy thereof.

1. Name of conveying part(ies):

Royal Oak Sales, Inc.

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

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

2. Name and address of receiving party(ies)

Name: GW, Inc.

Street Address: 1 Royal Oak Avenue

City: Roswell State: Georgia 30076

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: September 29, 1999

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

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

A. Trademark application No.(s)

B. Trademark No.(s) 750,717; 1,052,733; 1,230,775; 1,343,749; 1,876,282

Additional numbers attached? [] Yes [x] No

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

George M. Thomas

Thomas, Kayden, Horstemeyer & Risley
100 Galleria Parkway, Suite 1750
Atlanta, Georgia 30339-5948
770/933-9500

6. Total number of applications/patents involved: [1]

7. Total fee (37CFR 3.41) \$140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit Account Number: 20-0778

(Attach duplicate copy of this page if paying by Deposit Account)

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.

George M. Thomas
Name of Person Signing

George M. Thomas
Signature

Sept 6, 2000
Date

Total number of pages including cover sheet, attachments, and document: [4]

11325-3080, 3460, 3450, 3200, 3110

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

09/25/2000 MTHAI1 00000205 750717

01 FC:481
02 FC:482

40.00 OP
100.00 OP

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 10:05 AM 09/30/1999
 091411974 - 3101412

TEL: 770 952 0028 P. 004

CERTIFICATE OF MERGER
OF
ROYAL OAK SALES, INC.
INTO
GW, INC.

The undersigned corporation

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Royal Oak Sales, Inc.	Tennessee
GW, Inc.	Delaware

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the Delaware General Corporation Law.

THIRD: That the name of the surviving corporation of the merger is GW, Inc.

FOURTH: That the Certificate of Incorporation of GW, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation;

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 1 Royal Oak Avenue, Roswell, Georgia 30076.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of Royal Oak Sales, Inc. consists of 100 shares Class A Voting Common Stock, \$1.00 Par Value, and 9,900 shares Class B Nonvoting Common Stock, \$1.00 Par Value.

EIGHTH: That this Certificate of Merger shall be effective on September 30, 1999.

Dated: September 29, 1999

GW, INC.

By:


Darro M. Keeter, President

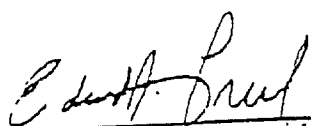
State of Delaware
Office of the Secretary of State PAGE 1

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:

"ROYAL OAK SALES, INC.", A TENNESSEE CORPORATION,
WITH AND INTO "GW, INC." UNDER THE NAME OF "GW, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1999, AT 10:05 O'CLOCK A.M.

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




Edward J. Freel, Secretary of State

AUTHENTICATION: 0000986

DATE: 09-30-99

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RECORDED: 09/17/2000

TRADEMARK
REEL: 002147 FRAME: 0830