



RECORDATION  
TRADEMARK

10-10-2000



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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

101482921

original documents or copy thereof.

1. Name of conveying party(ies):

Professional Facilities Services, Inc.

95.00

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

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

3. Nature of Conveyance:

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

Execution Date: December 11, 1998

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

Propoco, Inc.  
13 Hendrickson Avenue  
Lynbrook, New York 11563

- Individual(s) citizenship: \_\_\_\_\_
- Association: \_\_\_\_\_
- General Partnership: \_\_\_\_\_
- Limited Partnership: \_\_\_\_\_
- Corporation: New York
- Other: \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No  
(Designation must be a separate document from Assignment)  
Additional name(s) & addresses attached?  Yes  No

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

A. Trademark Application No.(s): 75485194; 75485203

B. Trademark Reg. No.(s):

Additional numbers attached  Yes  No

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

Harriet E. Perkins, Esq.  
Seidel, Gonda, Lavorgna & Monaco, P.C.  
Suite 1800 Two Penn Center Plaza  
Philadelphia, PA 19102

Attorney Docket No. 9285-G

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41)

\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 19-1135

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS

Name of Person Signing

*Harriet E. Perkins*

Signature

30 August 2000

Date

Total number of pages including cover sheet, attachments and document: 3

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

Do not detach this portion

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

10/10/2000 GTOM11 00000083 191135 75485194 Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

FC:481 40.00 CH

**CERTIFICATE OF MERGER  
OF  
PROFESSIONAL FACILITIES SERVICES, INC.  
INTO  
PROPOCO, INC.**

**Under Section 904 of the  
Business Corporation Law**

The undersigned, being respectively the President and Secretary of Professional Facilities Services, Inc., and the President and Secretary of Propoco, Inc, certify as follows:

**FIRST:** The names of the constituent corporations are Professional Facilities Services, Inc. and Propoco, Inc.

**SECOND:** The name of the surviving corporation is PROPOCO, INC.

**THIRD:** The designation and number of outstanding shares of each class of capital stock of each of the constituent corporations, all of which shares are entitled to vote, are as follows:

<u>Constituent Corporation</u>	<u>Class</u>	<u>Number of Shares</u>
Professional Facilities Services Inc.	Common Stock, Par Value \$.001 per share	40
Propoco, Inc.	Common Stock, without par value	45

**FOURTH:** Paragraph THIRD of the Certificate of Incorporation of the surviving corporation, which sets forth the number and kind of authorized shares, is amended to increase the number of authorized shares and the par value thereof, and to read as follows:

**"THIRD:** The aggregate number of shares which the corporation shall have authority to issue in one million (1,000,000), each having a par value of \$.001."

**FIFTH:** The merger shall become effective on January 1, 1999.

**SIXTH:** The certificate of incorporation of Professional Facilities Services, Inc. was filed by the Department of State on January 7, 1996, and the certificate of incorporation of Propoco, Inc. was filed by the Department of State on June 3, 1959.

SEVENTH: The merger was authorized by the unanimous written consent of the sole shareholder of each of the constituent corporations.

IN WITNESS WHEREOF, the undersigned affirms that the statements made herein are true under the penalties of perjury this 11th day of December, 1998.

PROFESSIONAL FACILITIES SERVICES, INC.

By: Ira S. Levy  
Ira S. Levy, President

Stephen Barnett  
Stephen Barnett, Secretary

PROPOCO, INC.

By: Ira S. Levy  
Ira S. Levy, President

Stephen Barnett  
Stephen Barnett, Secretary