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FORM PTO-16  
Expires 06/30/99  
OMB 0651-0027

10-11-2000

U.S. Department of Commerce  
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101485348

RECORDATION FORM COVER SHEET  
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9-21-00

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- New
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Document ID #
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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  
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Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

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10/11/2000 MTHAI1 00000092 75767158

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01 FC:481 40.00 OP  
02 FC:482 250.00 OP

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**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)**

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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

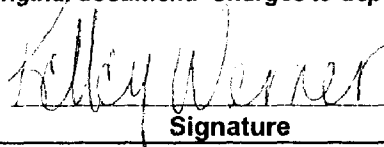
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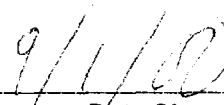
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To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Kelley Werner





Name of Person Signing

Signature

Date Signed

MAY. 10. 2000 3:01PM FOLEY & LARDNER

NO. 2748 P. 1

Fax Audit No. H00000025991

**ARTICLES OF MERGER  
OF  
GO GODDESS! INC.  
(a Florida corporation)  
("Merging Corporation")**

**WITH AND INTO**

**GO GODDESS!, INC.  
(a Delaware corporation)  
("Surviving Corporation")**

**FILED**  
00 MAY 10 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1101, 607.1103, 607.1105 and 607.1106 of the Florida Business Corporation Act, as applicable (the "Florida Act"), and Section 252 of the General Corporation Law of the State of Delaware, the undersigned enter into these Articles of Merger by which Go Goddess! Inc., a Florida corporation [document i.d. number P97000002856] (the "Merging Corporation"), shall be merged with and into Go Goddess!, Inc., a Delaware corporation (the "Surviving Corporation"), and the Surviving Corporation shall be the surviving business entity, in accordance with an Agreement and Plan of Merger (the "Plan"), adopted pursuant to Section 252 of the General Corporation Law of the State of Delaware and Section 607.1101 of the Florida Act. The undersigned hereby certify as follows:

**FIRST**, a copy of the Plan is attached hereto and made a part hereof.

**SECOND**, the merger shall become effective at the close of business on the date on which these Articles of Merger are filed with the Florida Secretary of State and a Certificate of Merger is filed with the Delaware Secretary of State.

**THIRD**, the Plan was adopted on May 9, 2000, pursuant to Section 607.1103 of the Florida Act, by joint unanimous written consent of the directors and shareholders of Go Goddess! Inc., a Florida corporation. The only voting group of Go Goddess! Inc., a Florida corporation, entitled to vote on adoption of the Plan was the holders of common stock. The number of votes cast by such voting group was sufficient for approval by that group.

**FOURTH**, the Plan was adopted on May 9, 2000, in accordance with the laws of the State of Delaware, by joint unanimous written consent of the directors and shareholders of Go Goddess!, Inc., a Delaware corporation.

Fax Audit No. H00000025991

MAY. 10. 2000 12:37PM FOLEY & LARDNER

NO. 2717 P. 3

Fax Audit No. H00000025991

IN WITNESS WHEREOF, these Articles of Merger have been executed by Go Goddess! Inc., a Florida corporation, as the Merging Corporation and by Go Goddess!, Inc., as the Surviving Corporation, this 10<sup>th</sup> day of May, 2000.

**MERGING CORPORATION**

GO GODDESS! INC., a Florida corporation

By: *Kelley Werner*  
Name: Kelley Werner  
Title: President

**SURVIVING CORPORATION**

GO GODDESS!, INC., a Delaware corporation

By: *Kelley Werner*  
Name: Kelley Werner  
Title: President

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