

FORM PTO-1618A  
Expires 08/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

### 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  
06271996

Name Manpower Wisconsin Inc.

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

#### Receiving Party

Mark if additional names of receiving parties attached

Name Manpower Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 5301 North Ironwood Road

Address (line 2) P. O. Box 2053

Address (line 3) Milwaukee Wisconsin 53201  
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  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.)
- Corporation  Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Wisconsin

#### 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 Practices. 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. 20251

700003198

REEL: 002156 FRAME: 0843

FORM PTO-1618B  
Expires 09/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

**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)**

**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.

Robert L. Titley



December 8, 2000.

Name of Person Signing

Signature

Date Signed

*State of Delaware*  
*Office of the Secretary of State*

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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 OWNERSHIP, WHICH MERGES:

"MANPOWER WISCONSIN INC.", A DELAWARE CORPORATION,  
WITH AND INTO "MANPOWER INC." UNDER THE NAME OF "MANPOWER INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WISCONSIN, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JUNE, A.D. 1996, AT 4 O'CLOCK P.M.



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

*Edward J. Freel, Secretary of State*

0771423 8100M

960242032

AUTHENTICATION:

8078916

DATE:

**TRADEMARK**

REEL: 002156 FRAME: 0845

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:00 PM 06/28/1996  
960192199 - 771423

CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
MANPOWER WISCONSIN INC.  
WITH AND INTO  
MANPOWER INC.

The undersigned officer of Manpower Inc., a corporation organized under the laws of the State of Wisconsin, and Manpower Wisconsin Inc., a corporation organized under the laws of the State of Delaware, pursuant to Section 253 of the Delaware General Corporation Law, hereby certifies as follows:

1. The Plan of Merger by and between Manpower Inc. and Manpower Wisconsin Inc. is attached hereto as Exhibit A and made a part hereof.
2. Said Plan of Merger was adopted and approved by the Board of Directors of Manpower Inc. on April 29, 1996 in accordance with Section 253(a) of the Delaware General Corporation Law.
3. It is agreed that the surviving corporation may be served with process in Delaware in any proceeding for enforcement of any obligation of either Manpower Wisconsin Inc. or Manpower Inc. in Delaware, as well as for the enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the Delaware General Corporation Law, and the surviving corporation irrevocably appoints the Secretary of State as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be sent to

Manpower Inc., c/o Walter Kozlowski, 5301 North Ironwood Road,  
P.O. Box 2053, Milwaukee, Wisconsin 53201.

4. The Effective Date of the merger shall be July 1,  
1996 at 12:01 a.m., central standard time.

IN WITNESS WHEREOF, Manpower Inc. has caused this  
Certificate to be executed on this 27<sup>th</sup> day of June, 1996.

MANPOWER INC.

By: Mitchell S. Fromstein  
Mitchell S. Fromstein, President  
and Chief Executive Officer

This instrument was drafted by:

Mark C. Witt  
Godfrey & Kahn, S.C.  
780 North Water Street  
Milwaukee, WI 53202

10046660

TRADEMARK

#207#2 REEL: 002156 FRAME: 0847

DFT/CCS/Corp  
Fm 30 (7/96)

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that the annexed copy has been compared by me with the document on file in the Corporations unit of the Division of Corporate & Consumer Services of this department and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.



Richard L. Dean, Secretary  
Department of Financial Institutions

DATE: AUG 30 1996

BY: *Katherine A. Under*

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

MANPOWER INC.  
BOARD OF DIRECTORS  
April 29, 1996

BE IT RESOLVED, that the following Plan of Merger be and the same is hereby approved:

1. The names of the corporations proposing to merge are Manpower Inc, a Wisconsin corporation (the "Company"), and Manpower Wisconsin Inc., a Delaware corporation (the "Subsidiary"). The Company owns all of the outstanding shares of the Subsidiary.
2. The merger shall become effective as of 12:01 a.m., central standard time, on a date occurring on or before July 1, 1996, selected by the officers of the Company (with the particular date selected to be inserted in lieu of this clause in the documentation filed to effect the merger) (hereinafter referred to as the "Effective Time"). At the Effective Time, the Subsidiary shall be merged with and into the Parent, which shall be the surviving corporation and which will assume all of the obligations of the Subsidiary, and the separate existence of the Subsidiary shall cease.
3. As a result of the merger, all of the stock of the Subsidiary issued and outstanding as of the Effective Time shall be cancelled.
4. The merger may be abandoned for any reason by action of the Board of Directors of the Company for any reason, at any time before Articles of Merger are filed with the Wisconsin Secretary of State or a Certificate of Ownership and Merger is filed with the Delaware Secretary of State.
5. The merger shall constitute a complete liquidation under Section 332 of the Internal Revenue Code of 1986, as amended, and this Plan of Merger shall be considered a plan of liquidation for that purpose;

BE IT FURTHER RESOLVED, that the Company agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Subsidiary, as well as for enforcement of any obligation of the Company arising from the merger, and it irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is as follows:

Manpower Inc.  
5301 North Ironwood Road  
Milwaukee, Wisconsin 53217

TRADEMARK

REEL: 002156 FRAME: 0849

2001001

1M039094

ARTICLES OF MERGER  
OF  
MANPOWER WISCONSIN INC.  
WITH AND INTO  
MANPOWER INC.

96 JUN 20 10:07

JUL 01 12:00PM  
S. S.  
170050 DCCORP-WI

100.00

The undersigned officer of Manpower Inc., a Wisconsin corporation, pursuant to Section 180.1105 of the Wisconsin Statutes, hereby certifies as follows:

1. The Plan of Merger by and between Manpower Inc. and Manpower Wisconsin Inc., a Delaware corporation, is attached hereto as Exhibit A and made a part hereof.

2. Said Plan of Merger was adopted and approved by the Board of Directors of Manpower Inc. on April 29, 1996 in accordance with Section 180.1104 of the Wisconsin Statutes.

3. The merger of Manpower Wisconsin Inc. with and into Manpower Inc. shall take effect on July 1, 1996 at 12:01 a.m., central standard time.

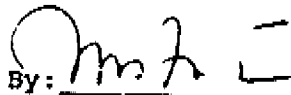
IN WITNESS WHEREOF, Manpower Inc. has caused these Articles of Merger to be executed on this 21<sup>st</sup> day of June, 1996.

MANPOWER INC.

JUL 01 12:00PM

S. S.  
170051 EXPEJ 25

25.00

By: 

Mitchell S. Fromstein, President  
and Chief Executive Officer

This instrument was drafted by:

Mark C. Witt  
Godfrey & Kahn, S.C.  
780 North Water Street  
Milwaukee, WI 53202  
10066662

TRADEMARK



SENT BY: GOOPNEY & KAHN

: 6-29-96 12:32PM FAX # (414) 273-5188

1 808 287 0013:0 3

EXHIBIT A

MANPOWER INC.  
BOARD OF DIRECTORS

April 29, 1996

BE IT RESOLVED, that the following Plan of Merger be and the same is hereby approved:

1. The names of the corporations proposing to merge are Manpower Inc., a Wisconsin corporation (the "Company"), and Manpower Wisconsin Inc., a Delaware corporation (the "Subsidiary"). The Company owns all of the outstanding shares of the Subsidiary.
2. The merger shall become effective as of 12:01 a.m., central standard time, on a date occurring on or before July 1, 1996, selected by the officers of the Company (with the particular date selected to be inserted in lieu of this clause in the documentation filed to effect the merger) (hereinafter referred to as the "Effective Time"). At the Effective Time, the Subsidiary shall be merged with and into the Parent, which shall be the surviving corporation and which will assume all of the obligations of the Subsidiary, and the separate existence of the Subsidiary shall cease.
3. As a result of the merger, all of the stock of the Subsidiary issued and outstanding as of the Effective Time shall be cancelled.
4. The merger may be abandoned for any reason by action of the Board of Directors of the Company for any reason at any time before Articles of Merger are filed with the Wisconsin Secretary of State or a Certificate of Ownership and Merger is filed with the Delaware Secretary of State.
5. The merger shall constitute a complete liquidation under Section 332 of the Internal Revenue Code of 1986, as amended, and this Plan of Merger shall be considered a plan of liquidation for that purpose.

BE IT FURTHER RESOLVED, that the Company agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Subsidiary, as well as for enforcement of any obligation of the Company arising from the merger, and it irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is as follows:

Manpower Inc.  
5301 North Ironwood Road  
Milwaukee, Wisconsin 53217

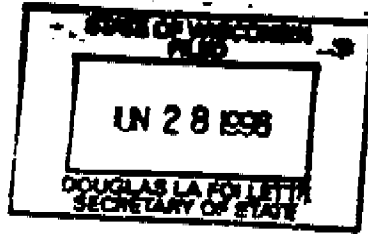
TRADEMARK

006156 FRAME 0854

Articles of Merger

Merger: Manpower Wisconsin Inc. (Licensed Foreign)  
Into: Manpower Inc. (Domestic) (Survivor)

Note  
Merger  
Effective  
7/1/96



Filed as per # 25 Exp. F

Kathleen J. Barnes, Legal Ass't.  
Godfrey + Kahn, S.C.  
780 North Water St  
Milwaukee, WI 53202-3590



411 East Wisconsin Avenue  
Milwaukee, Wisconsin 53202  
414/277-5000  
FAX 414/271-3552  
414/277-5591

Attorneys at Law in  
Milwaukee and Madison, Wisconsin  
West Palm Beach, Naples and  
Boca Raton, Florida  
Phoenix, Arizona

**FAX TRANSMITTAL COVER SHEET**

DATE: December 8, 2000

TO: NAME: Patent and Trademark Assignment System  
FIRM: U.S. Patent and Trademark Office  
CITY, STATE: Washington, DC  
FAX NUMBER: (703) 306-5995  
FROM: Robert L. Titley  
SENDER'S PHONE: (414) 277-5615

NUMBER OF PAGES: 11  
(INCLUDING COVER SHEET)

**\*\*\* MESSAGE \*\*\***

**THE INFORMATION CONTAINED IN THIS MESSAGE IS PERSONAL AND CONFIDENTIAL  
FOR THE RECIPIENT(S) NAMED ABOVE.  
IF YOU HAVE RECEIVED THIS MESSAGE IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND  
RETURN THIS MESSAGE TO US BY MAIL. THANK YOU.**

IN CASE OF ANY TRANSMISSION PROBLEM, CALL (414) 277-OR CALL (414) 277-5595 EXCEPT AFTER 5:30 PM  
CENTRAL TIME, CALL (414) 277-5846

Client Matter No.999999.99999	Job Code: 2#362#
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SENT BY: seh

TIME: