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

2-15-01

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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
06021993
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
06021993

Name Monogram Models, Inc.

Formerly _____

1157476

- 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 Revell-Monogram, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 8601 Waukegan Road

Address (line 2) _____

Address (line 3) Morton Grove IL 60053

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

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.)

FOR OFFICE USE ONLY

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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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1157476"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Lisa M. Schuver
Name of Person Signing

Lisa M. Schuver
Signature

2/8/01
Date Signed

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

MONOGRAM MODELS, INC.

INTO

REVELL-MONOGRAM, INC.

Revell-Monogram, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That Revell-Monogram, Inc. was incorporated on April 25, 1973 (under the name Revell Delaware Corporation), pursuant to the General Corporation Law of the State of Delaware, by the filing of an original certificate of incorporation with the Secretary of State, which original certificate of incorporation was amended by certificates of amendment filed with the Secretary of State on July 21, 1982, January 12, 1983, July 22, 1986, June 8, 1987 and October 21, 1988, which certificate of incorporation, as so amended, was restated by a restated certificate of incorporation filed with the Secretary of State on July 8, 1991, which restated certificate of incorporation was amended by certificate of amendment filed with the Secretary of State on July 17, 1991.

SECOND: That Revell-Monogram, Inc. owns all of the outstanding shares of each class of the capital stock of Monogram Models, Inc., a corporation incorporated on September 5, 1968 (under the name Mattel Monogram, Inc.), pursuant to the General Corporation Law of the State of Delaware, by the filing of an original certificate of incorporation with the Secretary of State, which original certificate of incorporation was amended by certificates of amendment filed with the Secretary of State on October 28, 1968, July 22, 1986 and June 8, 1987.

THIRD: That Revell-Monogram, Inc., by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, dated June 2, 1993, and filed with the minutes of the Board, determined to merge into itself said Monogram Models, Inc.:

RESOLVED, that Revell-Monogram, Inc. shall merge into itself said Monogram Models, Inc., and assume all of its liabilities and obligations; and further

RESOLVED, that the merger shall be effective upon the date of filing, or at such subsequent date and time as shall be stated in the Certificate of Ownership and Merger, with the Secretary of State of the State of Delaware of the Certificate of Ownership and Merger; and further

RESOLVED, that the President and the Assistant Secretary of the Corporation, or any other officer of the Corporation deemed appropriate by them or either of them, are, and each of them hereby is, authorized, empowered and directed in the name and on behalf of the Corporation to execute a Certificate of Ownership and Merger setting forth a copy of the foregoing resolutions to merge Monogram Models, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause said Certificate of Ownership and Merger to be filed with the Secretary of State of the State of Delaware and a certified copy recorded in the office of the Recorder of Deeds in New Castle County, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be approved by the authorized officer taking such action as being in any way necessary or proper to effect the merger, the taking of such action to be conclusive evidence of such approval and of the approval of the Board of Directors; and further

RESOLVED, that the President and the Assistant Secretary of Revell-Monogram, Inc., or any other officer of Revell-Monogram, Inc. deemed appropriated by them or either of them, are, and each of them hereby is, authorized, empowered and directed on behalf of Revell-Monogram, Inc., notwithstanding anything herein or elsewhere to the contrary, to amend or terminate and abandon the Merger at any time prior to the date of filing the Certificate of Ownership and Merger with the Secretary of State.

FOURTH: This Certificate of Ownership and Merger shall become effective on the date and time of filing of same with the Secretary of State of Delaware.

IN WITNESS WHEREOF, Revell-Monogram, Inc. has caused this Certificate of Ownership and Merger to be signed by its President and attested by its Assistant Secretary this 2nd day of June, 1993.

REVELL-MONOGRAM, INC.

By: Theodore J. Eischeid
Theodore J. Eischeid,
President

ATTEST:

By: James R. Ramig
James R. Ramig,
Assistant Secretary