



05-09-2001

04-24-2001



U.S. Patent & TMO/TM Mail Rpt Dt. #71

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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
 - Security Agreement
 - Merger
 - Change of Name
 - Other
 - License
 - Nunc Pro Tunc Assignment
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

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

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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

Citizenship/State of Incorporation/Organization

05/09/2001 6TON11 00000023 75477478

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01 FC:481
02 FC:482

40.00 OP
150.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002291 FRAME: 0428

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

202-861-1726

Name Baker & Hostetler LLP

Address (line 1) 1050 Connecticut Avenue, N.W.

Address (line 2) Suite 1100

Address (line 3) Washington, D.C. 20036-5304

Address (line 4) Attn.: William J. Conti, Esq.

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

3

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)

75/477,478	76/006,066	<input type="text"/>
75/644,793	<input type="text"/>	<input type="text"/>
76/006,065	<input type="text"/>	<input type="text"/>

2,341,869	<input type="text"/>	<input type="text"/>
2,319,307	<input type="text"/>	<input type="text"/>
2,397,076	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

7

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 190.00

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:

02-0398

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 true copy of the original document. Charges to deposit account are authorized, as indicated herein.

William J. Conti
Name of Person Signing


Signature

4/29/01
Date Signed

**ARTICLES OF MERGER
OF
THE D.C. COMMITTEE TO PROMOTE WASHINGTON
INTO
THE WASHINGTON CONVENTION & VISITORS ASSOCIATION, INC.**

To: Department of Consumer and Regulatory Affairs
Business Regulation Administration
Corporations Division
941 North Capitol Street, N.E.
Washington, D.C. 20002

Pursuant to the provisions of the District of Columbia Nonprofit Corporation Act (the "Act"), the undersigned corporations adopt the following Articles of Merger for the purpose of merging one of such corporations into the other:

FIRST: The following Plan of Merger was approved by each of the undersigned corporations:

At the effective time of the merger pursuant to Section 29-544 of the Act (the "Effective Time"), the D.C. Committee to Promote Washington (the "D.C. Committee") shall be merged with and into The Washington Convention & Visitors Association, Inc. ("WCVA"), which shall be the surviving corporation in the merger (the "Surviving Corporation") and which shall continue its existence under the laws of the District of Columbia. As of the Effective Time, the separate corporate existence of the D.C. Committee shall cease.

At the Effective Time, the Surviving Corporation shall thereupon and thereafter possess all the rights, privileges, powers and franchises, of a public as well as a private nature, of the D.C. Committee, and be subject to all the restrictions, disabilities and duties of the D.C. Committee; and all the rights, privileges, powers and franchises of the D.C. Committee; and all property, real, personal and mixed, and all debts due to the D.C. Committee on whatever account, as well for all other things in action or belonging to the D.C. Committee, shall be vested in the Surviving Corporation; and all property, rights, privileges, powers and franchises and all and every other interest shall be thereafter the property of the Surviving Corporation as they were of the D.C. Committee; and the title to any real estate, vested by deed or otherwise, under the laws of the District of Columbia or elsewhere in the D.C. Committee, shall not revert or be in anyway impaired by reason of the Merger, but all rights of creditors and all liens upon any property of the D.C. Committee shall be preserved unimpaired, and all debts, liabilities and duties of the D.C. Committee shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it.

At the Effective Time, the articles of incorporation of WCVA shall become the articles of incorporation of the Surviving Corporation. Upon consummation of the merger the articles of incorporation of the Surviving Corporation shall be amended to provide as follows:

1. The name of the Surviving Corporation shall be "The Washington D.C. Convention and Tourism Corporation."

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REEL: 002291 FRAME: 0430

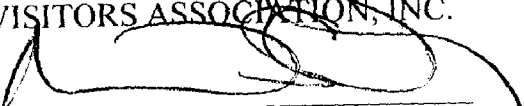
2. The Surviving Corporation shall be operated exclusively as a trade association within the meaning of Section 501(c)(6) of the Internal Revenue Code (the "Code"). The Surviving Corporation shall not conduct any activities which are not permitted to be conducted by an organization exempt from federal income taxation under Section 501(a) of the Code, as an organization described in Section 501(c)(6) of the Code.
3. No part of the net earnings of the Surviving Corporation shall inure to the benefit of, or be distributable to, the Surviving Corporation's directors, officers or private individuals, but the Surviving Corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes for which the Surviving Corporation was formed.
4. The Surviving Corporation shall not be authorized to issue any capital stock.
5. Upon dissolution of the Surviving Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Surviving Corporation, distribute all of the assets of the Surviving Corporation to such nonprofit organization or organizations that the Board of Directors shall determine.
6. The address of the registered office of the Surviving Corporation in the District of Columbia shall be 1090 Vermont Avenue, N.W., Washington, D.C. 20005. The name of the Surviving Corporation's registered agent at such address shall be Corporation Service Company.

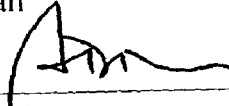
SECOND: As to each of the undersigned corporations, the Plan of Merger was adopted in the following manner:

The Plan of Merger was adopted by the D.C. Committee at a meeting of its Board of Directors held on September 29, 2000 and by WCVA at a meeting of its Board of Directors held on September 28, 2000 and, in each case, received the vote of a majority of the Directors in office of each of the D.C. Committee and WCVA, there being no members of either the D.C. Committee or WCVA having voting rights in respect thereof.

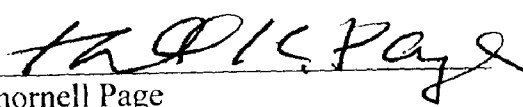
Date: April 16, 2001

THE WASHINGTON CONVENTION
& VISITORS ASSOCIATION, INC.

By: 
Michael Sternberg
Chairman

Attest: 
Secretary

THE D.C. COMMITTEE TO
PROMOTE WASHINGTON INC.

By: 
Thornell Page
President

Attest: 
Secretary

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Corporation Act have been complied with and accordingly, this **CERTIFICATE OF MERGER** is hereby issued to:

**D.C. COMMITTEE TO PROMOTE WASHINGTON
(DC CORP.)**

Merged Into

**THE WASHINGTON CONVENTION & VISITORS ASSOCIATION, INC.
(DC CORP.) NAME CHANGE TO: THE WASHINGTON D.C. CONVENTION AND
TOURISM CORPORATION**

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **17th** day of **April, 2001**.

Carlynn M. Fuller
Acting Director

Winnie R. Huston
Administrator
Business Regulation Administration

A handwritten signature in cursive script, reading "William L. Ables Jr.", written over a horizontal line.

William L. Ables Jr.
Act. Assistant Superintendent of Corporations
Corporations Division

Anthony A. Williams

RECORDED: 04/24/2001

TRADEMARK
REEL: 002291 FRAME: 0432