

08-14-2001



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 8-821 International Lottery, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Ohio [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: International Lottery, Inc. Internal Address: Street Address: 6665 Creek Road City: Cincinnati State: OH Zip: 45242 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [] No

3. Nature of conveyance: [] Assignment [x] Merger [] Security Agreement [] Change of Name [] Other Execution Date: March 18, 1994

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,949,978 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Shelli T. Clark, Esq. Internal Address: Taft Stettinius & Hollister 12th floor Street Address: 21 East State Street City: Columbus State: Ohio Zip: 43215

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41).....\$ 40.00 [x] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 20-0053 (Attach duplicate copy of this page if paying by deposit account)

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9. 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. Shelli T. Clark Signature: Shelli T. Clark Date: 8/6/01 Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

08/13/2001 DBYRNE 00000165 1949978 01 FC:481 40.00

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002346 FRAME: 0347

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APPROVED
By: GEB
Date: 3-18-94
Amount: \$100.00
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CERTIFICATE OF MERGER


The undersigned, being the Chairman of the Board and the Secretary, respectively, of International Lottery, Inc., an Ohio corporation ("Interlott-Ohio"), and the Chairman of the Board and the Secretary of International Lottery, Inc., a Delaware corporation ("Interlott-Delaware"), do hereby certify that attached hereto is a copy of the Agreement and Plan of Merger between Interlott-Ohio and Interlott-Delaware dated March 18, 1994 providing for the merger of Interlott-Ohio into Interlott-Delaware. The Agreement and Plan of Merger has been adopted, approved or otherwise authorized in the following manner:


1. All of the directors of Interlott-Ohio dispensed with the holding of a meeting of directors and, by action in writing signed by all of them pursuant to Section 1701.54 of the Ohio Revised Code, adopted the resolutions approving the Agreement and Plan of Merger.

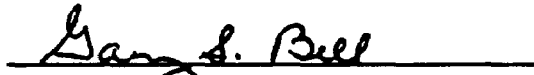
2. At a special meeting of shareholders of Interlott-Ohio, duly called and held on March 18, 1994, the Agreement and Plan of Merger was approved and adopted by shareholders of Interlott-Ohio entitled to exercise at least two-thirds of the voting power of Interlott-Ohio.


3. The Agreement and Plan of Merger was adopted, approved or otherwise authorized by the directors and shareholders of Interlott-Delaware by unanimous written consent taken without a meeting pursuant to the provisions of the Delaware General Corporation Law.

Signed on March 18, 1994.


L. Rogers Wells, Jr., Chairman
of the Board and Chief Executive
Officer of International Lottery,
Inc., a Delaware corporation


L. Rogers Wells, Jr., Chairman
of the Board and Chief Executive
Officer of International Lottery,
Inc., an Ohio corporation


Gary S. Bell, Secretary of
International Lottery, Inc.,
a Delaware corporation


Gary S. Bell, Secretary of
International Lottery, Inc.,
an Ohio corporation

MAR 18 1994
BOB TAFT
SECRETARY OF STATE

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