

08-22-2001



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

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

ACCESS MEDIA GROUP, L.L.C. *08/17/01*

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Company
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: August 2, 2001

2. Name and address of receiving party(ies)

Name: ACCESS MEDIA GROUP, LLC  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_

Street Address: 11 Campus Boulevard, Suite 100

City: Newtown State: PA Zip: 19073

Square

Individual(s) citizenship \_\_\_\_\_

Association \_\_\_\_\_

General Partnership \_\_\_\_\_

Limited Partnership \_\_\_\_\_

Corporation-State \_\_\_\_\_

Other Limited Liability Company

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,469,160 and 2,205,697

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Emmett E. Brown

Internal Address: Tyler Cooper & Alcorn, LLP

Street Address: 1 Landmark Square

City: Stamford State: CT Zip: 06901

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

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.

Emmett E. Brown  
Name of Person Signing

*Emmett E. Brown*  
Signature

8/21/01  
Date

Total number of pages including cover sheet, attachments, and document: 7

08/21/2001 DBYRNE 00000219 2469160

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

01 FC:481  
02 FC:482

40.00 OP  
25.00 OP

Refund Ref: 08/21/2001 DBYRNE 00010659  
CHECK Refund Total: \$15.00

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
FILING CERTIFICATION (CERTIFIED COPY)

ACCESS MEDIA GROUP, L.L.C.

*I, the Treasurer of the State of New Jersey,  
do hereby certify, that the above named business  
did file and record in this department the below  
listed document(s) and that the foregoing is a  
true copy of the  
Certificate of Merger  
Access Media Group, L.L.C.  
0600063624  
into  
All About Vision, LLC (PA)  
a Non-Qualified Entity  
as the same is taken from and compared with the  
original(s) filed in this office on the date set  
forth on each instrument and now remaining on file  
and of record in my office.*



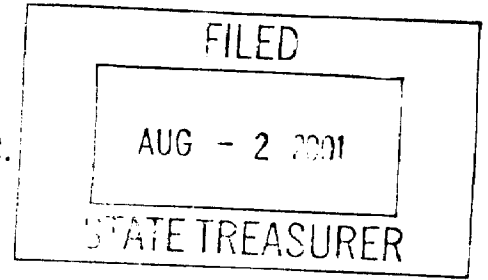
IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
9th day of August, 2001

A handwritten signature in cursive script, appearing to read "Peter R. Lawrance".

Peter R Lawrance  
Acting State Treasurer



CERTIFICATE OF MERGER  
OF  
ACCESS MEDIA GROUP, L.L.C.  
AND  
ALL ABOUT VISION, LLC



In compliance with the requirements of the laws of the State of New Jersey relating to the certificate of merger of a domestic limited liability company with and into a foreign limited liability company, the undersigned limited liability companies, desiring to effect a merger, hereby state that:

- 1. The name and jurisdiction of formation or organization of each limited liability company or other business entity which is to merge is as follows:

| <u>Name</u>                | <u>Jurisdiction</u> | <u>Identification # Assigned By NJ Secretary of State</u> |
|----------------------------|---------------------|---|
| Access Media Group, L.L.C. | New Jersey          | 0600063624  |
| All About Vision, LLC      | Pennsylvania        | N/A   |

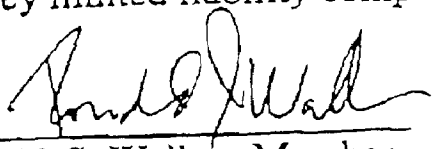
- 2. An agreement or plan of merger (the "Plan of Merger") has been approved and executed by each of the business entities which is to merge. As part of the Plan of Merger, All About Vision, LLC is changing its name to "Access Media Group, LLC" in the home state of Pennsylvania.
- 3. The name of the surviving business entity is "Access Media Group, LLC", a Pennsylvania limited liability company.
- 4. The merger is to be effective upon the filing of this certificate of merger.
- 5. The Plan of Merger is on file at the principal place of business of the surviving business entity, the address of which is: 501 Office Center Drive, Suite 280, Fort Washington, Pennsylvania

19034, which address is also the service of process address for purposes of paragraph 7 hereof.

- 6. A copy of the Plan of Merger shall be furnished by the surviving business entity, on request and without cost, to any member of either limited liability company that is to merge.
- 7. The surviving business entity agrees that it may be served with process in the State of New Jersey in any action, suit or proceeding for the enforcement of any obligation of Access Media Group, L.L.C., a New Jersey limited liability company. The Secretary of State of the State of New Jersey is hereby irrevocably appointed as agent to accept such service of process and to forward same by mail to the address listed in paragraph 5 above.
- 8. This instrument may be executed in counterparts, each of which shall be deemed an original and all of which, taken together shall constitute one and the same instrument.

The undersigned also represent that they are duly authorized to sign on behalf of the businesses involved.

ACCESS MEDIA GROUP, L.L.C.  
a New Jersey limited liability company

By:   
Ronald G. Walker, Member

By: \_\_\_\_\_  
Thomas R. Meinert, Member

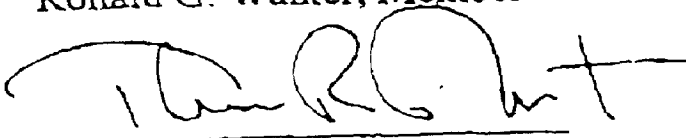
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a New Jersey limited liability company

By: \_\_\_\_\_  
Ronald G. Walker, Member

By:   
\_\_\_\_\_  
Thomas R. Meinert, Member

ALL ABOUT VISION, LLC  
A Pennsylvania limited liability company

By:   
Ronald G. Walker, Manager

By: \_\_\_\_\_  
Thomas R. Meinert, Manager

ALL ABOUT VISION, LLC  
A Pennsylvania limited liability company

By: \_\_\_\_\_  
Ronald G. Walker, Manager

By:   
Thomas R. Meinert, Manager