

08-23-2001

TRADEMARKS ONLY



101821125

Documents and Trademarks: Please record the attached original documents or copy thereof.

MHM Acquisition Corp.

8-7-01

- Individual(s)
- General Partnership
- Corporation-State **Ohio**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

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

Execution Date: September 22, 1998

2. Name and address of receiving party(ies):

Name: MHM Business Services, Inc.

Internal Address: \_\_\_\_\_

Street Address: 6480 Rockside Woods Blvd. #330

City: Cleveland State: OH ZIP: 44131

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **Ohio**
- Other

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,003,642      2,411,114

Additional numbers  Yes  No

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

Name: Lara Dickey Lewis

Internal Address: Hovey, Williams, Timmons & Collins

Street Address: 2405 Grand Boulevard, Suite 400

City: Kansas City State: MO ZIP: 64108

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0522

DO NOT USE THIS SPACE

08/22/2001 TBIAZ1 00000153 2003642

01 FC:481  
02 FC:482

40.00 OR  
25.00 OR

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.

Lara Dickey Lewis  
Name of Person Signing

Lara Dickey Lewis  
Signature

8-2-01  
Date

Total number of pages including cover sheet, attachments, and

4

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**  
CORPORATION DIVISION

**CERTIFICATE OF MERGER**  
**FOREIGN CORPORATION SURVIVING**

WHEREAS, Articles of Merger of the following corporations:  
**MHM PROFESSIONAL RESOURCES, INC. (#00373498)**  
INTO:

**MHM ACQUISITION CORP. (#F00460401)**

Organized and existing under the laws of Missouri, Ohio  
have been received, found to conform to law, and filed.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, Secretary of State of the  
State of Missouri, issue this Certificate of merger, certifying to  
the foregoing and certifying that the merger of the aforementioned  
corporations with

**MHM ACQUISITION CORP. (#F00460401)**

as the surviving corporation, shall be effective on the date on  
which the same becomes effective in the State of Ohio  
Effective date: September 22, 1998.

THE NAME IS SUBSEQUENTLY CHANGED TO:  
**MHM BUSINESS SERVICES, INC.**

IN TESTIMONY WHEREOF, I HAVE SET MY  
HAND AND IMPRINTED THE GREAT SEAL OF  
THE STATE OF MISSOURI, ON THIS, THE  
13th DAY OF October, 1998

*Rebecca McDowell Cook*  
Secretary of State



\$30.00



# State of Missouri

Rebecca McDowell Cook, Secretary of State

P.O. Box 778, Jefferson City, Mo. 65102

Corporation Division

## Articles of Merger

(To be submitted in duplicate)

FILED AND CERTIFICATE  
ISSUED

OCT 13 1998

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

*Rebecca McDowell Cook*  
SECRETARY OF STATE  
Missouri

(1) That MBM Professional Resources, Inc. of Missouri  
(Name of Corporation) (Parent State)

(2) That MBM Acquisition Corp. of Ohio  
(Name of Corporation) (Parent State)

(3) That \_\_\_\_\_ of \_\_\_\_\_  
(Name of Corporation) (Parent State)

are hereby merged and that the above named MBM Acquisition Corp.  
(Name of Corporation)  
is the surviving corporation.

(4) That the Board of Directors of MBM Professional Resources, Inc.  
(Name of Corporation)  
met on September 11, 1998 and by resolution adopted by a majority vote of the members of such board approved the Plan of Merger set forth in these articles.

(5) That the Board of Directors of MBM Acquisition Corp.  
(Name of Corporation)  
met on August 22, 1998 and by resolution adopted by a majority vote of the members of such board approved the Plan of Merger set forth in these articles.

(6) That the Board of Directors of \_\_\_\_\_  
(Name of Corporation)  
met on \_\_\_\_\_ and by resolution adopted by a majority vote of the members of such board approved the Plan of Merger set forth in these articles.

(7) The Plan of Merger thereafter was submitted to a vote at the special meeting of the shareholders of MBM Professional Resources, Inc. held on 9/11/98 at 420 Nichols Rd. Kansas City, MO and at such meeting there were 23,999 shares entitled to vote and all voted in favor and none voted against said plan.

(8) The Plan of Merger thereafter was submitted to a vote at the special meeting of the shareholders of MBM Acquisition Corp. held on 8/22/98 at 6480 Rockside Blvd, Cleve. OH. and at such meeting there were one (1) shares entitled to vote and all voted in favor and none voted against said plan.

(9) The Plan of Merger thereafter was submitted to a vote at the special meeting of the shareholders of \_\_\_\_\_ held on \_\_\_\_\_ at \_\_\_\_\_ and at such meeting there were \_\_\_\_\_ shares entitled to vote and \_\_\_\_\_ voted in favor and \_\_\_\_\_ voted against said plan.

CORPORATE SEAL

ACQUISITION Corp.

MMH Acquisition Corp.

(Name of Corporation)

By

Keith W. Reeves, President

ATTEST:

By

Barbara A. Ratzliff

(Its Secretary or Assistant Secretary)

CORPORATE SEAL

MMH Professional

MMH Professional Resources, Inc.

(Name of Corporation)

By

Eldon G. Walter

(Its President or Vice President)

ATTEST:

By

Scott M. Slabotsky

(Its Secretary or Assistant Secretary)

State of Missouri

County of Jackson

ss.

I, Katherine A. Latzman, a Notary Public, do hereby certify that on the 16th day of September, 1998, personally appeared before me Scott M. Slabotsky and Eldon G. Walter who being by me first duly sworn, declared that he is the President of MMH Professional Resources, Inc.

that he signed the foregoing documents as of the corporation, and that the statements therein contained are true.

(Notarial Seal)

KATHERINE A. LATZMAN Notary Public-State of Missouri Commissioned in Jackson County My Commission Expires February 21, 2001

Katherine A. Latzman Notary Public

My commission expires February 21, 2001

State of Ohio

County of Cuyahoga

ss.

I, Martha A. Lange, a Notary Public, do hereby certify that on the 14th day of September, 1998, personally appeared before me Keith W. Reeves who being by me first duly sworn, declared that he is the President of MMH Acquisition Corp.

that he signed the foregoing documents as President of the corporation, and that the statements therein contained are true.

(Notarial Seal)

Martha A. Lange Notary Public

MARTHA A. LANGE Notary Public, State of Ohio Recorded in Cuyahoga Cty. My Comm. Expires 01/28/2001