

TRAN

11-29-2001

RDATION

To the Commissioner of Patents



1 original documents or copy thereof.

1. Name of conveying party(ies):  
Dixon Wearever, Inc.

101901536

Address of receiving party(ies):

- Individual(s)
- General Partnership
- Corporation-State (A New Jersey Corporation)
- Other
- Association
- Limited Partnership

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

Name: Dixon Ticonderoga Company

Street Address: 195 International Parkway

City: Heathrow State FL ZIP 32746

3. Nature of conveyance:

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

Execution Date: January 4, 1996

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation 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)

787,185

Additional numbers attached?  Yes  No

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

Name: Dominick A. Conde, Esq.  
Patricia L. Werner, Esq.  
Fitzpatrick, Cella, Harper & Scinto  
30 Rockefeller Plaza  
  
New York, New York 10112-3801

Telephone No.: (212) 218-2100

Facsimile No.: (212) 218-2200

6. Number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): . . . \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number - Please charge any underpayments or overpayments to  
Deposit Account No. 06-1205

(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.*

Patricia L. Werner  
Name of Person Signing

Patricia L. Werner  
Signature

August 28, 2001

Date

Total number of pages including cover sheet, attachments, and documents:

State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DIXON WEAREVER, INC.", A NEW JERSEY CORPORATION,  
WITH AND INTO "DIXON TICONDEROGA COMPANY" UNDER THE NAME OF "DIXON TICONDEROGA COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF DECEMBER, A.D. 1992, AT 10 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0858932 8100M

960003785

AUTHENTICATION:

7778999

DATE:

01-04-96

TRADEMARK

REEL: 002374 FRAME: 0828

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

DIXON WEAREVER, INC.

INTO

DIXON TICONDEROGA COMPANY

Dixon Ticonderoga Company, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 22nd day of August, 1978, pursuant to Title 8, Delaware General Corporation Act of 1953 as subsequently amended, the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of said state.

SECOND: That this corporation owns all of the outstanding shares of each class of the stock of Dixon Wearever, Inc., a corporation incorporated on the 23rd day of March, 1928, pursuant to the New Jersey Business Corporation Act, NJSA 14A:1-1 et seq.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 16th day of October, 1992, determined to and did merge into itself said **DIXON WEAREVER, INC.**

RESOLVED, that **DIXON TICONDEROGA COMPANY** merge, and it hereby does merge into itself said **DIXON WEAREVER, INC.**, and assumes all of its obligations, and

FURTHER RESOLVED, that the merger shall be effective upon the date of filing.

FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said **DIXON WEAREVER, INC.** and assume its

liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger; and

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of **DIXON TICONDEROGA COMPANY** at any time prior to the date of filing the merger with the Secretary of State.

IN WITNESS WHEREOF, said **DIXON TICONDEROGA COMPANY** has caused this Certificate to be signed by Gino N. Pala, its President and attested by Laura Van Camp, its Secretary, this 24th day of November, 1992.

DIXON TICONDEROGA COMPANY

Gino N. Pala  
By: Gino N. Pala, President

ATTEST:

BY Laura Van Camp  
Laura Van Camp, Secretary