



10-25-2001



10-04-2001

U.S. Patent & TMO/c/TM Mail Receipt #71

101885737

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 ☐ License
- ☐ Security Agreement ☐ Nunc Pro Tunc Assignment
- ☒ Merger
Effective Date
Month Day Year
12 28 93
- ☐ Change of Name
- ☐ Other

Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

12 28 93

Formerly

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

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State/Country

Zip Code

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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.)

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 002388 FRAME: 0965

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 (602) 381-7721

Name

Steven M. Weinberg

Address (line 1)

Weinberg Cummerford Legal Group

Address (line 2)

2390 East Camelback Road

Address (line 3)

Suite 250

Address (line 4)

Phoenix, AZ 85016

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)

65268	2000548	1125594
887543	2157064	1893653
1377385	538906	838870

Number of Properties

Enter the total number of properties involved.

#

20

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

515.00

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:

#

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

Steven M. Weinberg

Name of Person Signing



Signature

10-1-01

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association

☐ Other

☐ Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

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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)

1404175	1406835	722006
231388	639414	705266
1483607		
1419230	1465580	1465581
1495937		

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STATE DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 12/28/1993
713362021 - 948782

CERTIFICATE OF OWNERSHIP AND MERGER**OF****LIBERTY FINANCE COMPANY, INC.****WITH AND INTO****WALLS HOLDING COMPANY, INC.**

Under Section 253 of the General Corporation Law of the State of Delaware, Walls Holding Company, Inc., a Delaware corporation (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Corporation owns all of the outstanding capital stock of Liberty Finance Company, Inc., a Delaware corporation ("Liberty Finance"), consisting of shares of Liberty Finance Series A Preferred Stock, par value \$0.01 per share, shares of Liberty Finance Series B Preferred Stock, par value \$0.01 per share, and shares of Liberty Finance Common Stock, par value \$0.01 per share;

SECOND: That the Board of Directors of the Corporation adopted by unanimous written consent dated December 22, 1993, the following resolutions in connection with the merger of Liberty Finance with and into the Corporation:

RESOLVED: That, pursuant to Section 253 of the General Corporation Law of the State of Delaware, the Corporation cause Liberty Finance Company, Inc., a Delaware corporation ("Liberty Finance") and a wholly-owned subsidiary of the Corporation, to be merged with and into the Corporation (the "Merger"); that the effective time of the Merger (the "Effective Time") shall be upon the filing of the Certificate of Ownership and Merger of Liberty Finance with and into the Corporation with the office of the Delaware Secretary of State; that it is in the best interests of Liberty Finance and the Corporation that the corporations merge, with the Corporation being the surviving corporation (the "Surviving Corporation"); and that at the Effective Time, the Corporation shall assume all of Liberty Finance's liabilities and obligations, the identity, existence, rights, privileges, powers, franchises, properties and assets of the Corporation shall continue unaffected and unimpaired by the Merger, and the identity and separate existence of Liberty Finance shall cease, and all of the rights, privileges, powers, franchises, properties and assets of Liberty Finance shall be vested in the

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Corporation; and that the President, any Vice President, and the Secretary and any Assistant Secretary of the Corporation at the time in office be and they are and each of them acting singly is hereby authorized, in the name and on behalf of the Corporation, to take any and all action and to execute and deliver any and all documents, agreements, instruments or certificates, including without limitation executing and filing a Certificate of Ownership and Merger pursuant to Sections 103 and 253 of the General Corporation Law of Delaware, and to do or cause to be done any and all other things as may in his or their judgment be necessary, desirable or appropriate in order to give effect to and carry out the intent of these resolutions, the execution and delivery of any such documents, instruments or certificates and the taking of any such action to be conclusive evidence that the same has been approved by this Board of Directors.

RESOLVED: That from and after the Effective Time and thereafter until amended as provided by law, the Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation and the By-laws of the Corporation shall be the By-laws of the Surviving Corporation, as in effect immediately prior to the Effective Time.

RESOLVED: That at the Effective Time each share of authorized capital stock of Liberty Finance outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of Liberty Finance or the Corporation, be cancelled and no payment shall be made in respect thereof.

RESOLVED: That these resolutions may be rescinded by the Board of Directors of the Corporation at any time before the Effective Time.

THIRD: That this Certificate of Ownership and Merger shall be effective upon filing with the office of the Secretary of State of the State of Delaware.

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IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, has executed this Certificate and hereby affirms under the penalties of perjury that its contents are true this 29th day of December, 1993.

WALLS HOLDING COMPANY, INC.

By: 
President

ATTEST:


Assistant Secretary

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