



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

101905317

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

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

1. Name of conveying party(ies):

Murphy Cap & Gown Co. 11-2501

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 12/30/86

2. Name and address of receiving party(ies)

Name: Murphy Cap & Gown Company Internal Address:

Street Address: 4200 31st Street North St. Petersburg City: State: FL Zip: 33714

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

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

A. Trademark Application No.(s) N/A

B. Trademark Registration No.(s) 1214101 1301830

Additional number(s) attached Yes No

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

Name: Laura A. Kane

Internal Address: Lord, Bissell & Brook

Street Address: 115 S. LaSalle St.

City: Chicago State: IL Zip: 60603

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:

(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.

Laura A. Kane Name of Person Signing

Laura A. Kane Signature

November 13, 2001 Date

Total number of pages including cover sheet, attachments, and document: 18

11/30/2001 LNUELLER 00000095 1214101

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 DP 25.00 DP

POWER OF ATTORNEY AT LAW

**Mark: MURPHY ROBES and Design**

**Class: 25**

**Registration Number: 1,214,101**

**Applicant: Murphy Cap & Gown Company**

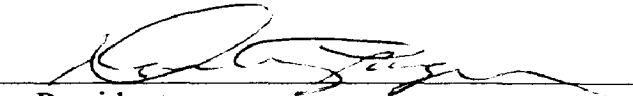
**Date: November 15, 2001**

Murphy Cap & Gown Company hereby terminates all powers of attorney previously granted with respect to the prosecution and maintenance of this matter and hereby appoints Laura A. Kane, Sean C. Fifield and Tamre F. Edwards of Lord, Bissell & Brook, located at 115 S. LaSalle Street, Chicago, Illinois, 60603, and all of the firm Lord, Bissell & Brook, as its attorneys, with full power of substitution and revocation, to prosecute and maintain this matter, to transact all business in the Patent and Trademark Office in connection therewith, and to receive all documents from the Patent and Trademark Office, and it requests that all correspondence from the Patent and Trademark Office concerning this mark be addressed to:

**Laura A. Kane  
Lord, Bissell & Brook  
115 S. LaSalle Street  
Chicago, Illinois 60603  
Telephone: (312) 443-0396  
Facsimile: (312) 896-6396**

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the day and year first above written.

MURPHY CAP & GOWN COMPANY

By:   
Title: President



**Whereas,** ARTICLES OF MERGER OF

**MURPHY HOLDINGS, INC.**

INCORPORATED UNDER THE LAWS OF THE STATE OF **FLORIDA** HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois,*

*at the City of Springfield, this* 30th  
*day of* DECEMBER *AD 19* 86 *and*  
*of the Independence of the United States*  
*the two hundred and* 11th.



*Jim Edgar*  
\_\_\_\_\_  
SECRETARY OF STATE

Submit in Duplicate

Remit payment in check or Money Order, payable to "Secretary of State".

DO NOT SEND CASH!

Filing Fee is \$100, but if merger or consolidation of more than 2 corporations \$50 for each additional corporation.

JIM EDGAR Secretary of State State of Illinois

ARTICLES OF MERGER, CONSOLIDATION, EXCHANGE

File # 4977-068-5

This Space for Use By Secretary of State Date 12-30-86 Filing Fee \$ 150.00 Clerk

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation(s) hereby adopt(s) the following Articles of Merger, Consolidation or Exchange (Strike inapplicable words)

1. The names of the corporations proposing to merge consolidate exchange shares and the State or Country of their incorporation, are;

Table with 2 columns: Name of Corporation, State or Country of Incorporation. Rows include Murphy Cap & Gown Company (Illinois), Murphy Holdings, Inc. (Florida), All Faith Church Supplies, Inc. (Florida).

2. The laws of the State or Country under which each corporation is incorporated permit such merger, consolidation or exchange.

3. The name of the surviving corporation is Murphy Holdings, Inc. and it shall be governed by the laws of the State of Florida

4. The plan of merger consolidation exchange is as follows:

If not sufficient space to cover this point, add one or more sheets of this size

See copy of Plan attached.

merger  
 consolidation  
 exchange

5. The plan of ~~consolidation~~ ~~exchange~~ was approved, (a) as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

*(The following items are not applicable to mergers under § 11.30 — 90% owned subsidiary provisions. See Article 7.)*

*(Only "X" one box for each corporation)*

<p>NOT APPLICABLE,          MERGER PURSUANT          TO SECTION 11.30</p>	<p>By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.          (§ 11.20)</p>	<p>By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10. (§ 11.20)</p>	<p>By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 &amp; § 11.20</p>
---	---	---	---

Name of Corporation

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. *(Not applicable if surviving, new or acquiring corporation is an Illinois corporation)*

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

There are no dissenting shareholders.

7. (Complete this item if reporting a merger under § 11.30 — 90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
Murphy Cap & Gown Company	10,000 Common	10,000 Common
All Faith Church Supplies, Inc.	1,000 Common	1,000 Common

b. The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was \_\_\_\_\_, 19 \_\_\_\_\_.

Was written consent for the merger or written waiver of the 30 day period by the holders of all the outstanding shares of all subsidiary corporations received?  Yes  No

(SEE WAIVER ATTACHED)  
(If the answer is "No", the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated December 23, 1986

MURPHY HOLDINGS, INC.  
(Exact Name of Corporation)

attested by Ruth A. Campagna  
(Signature of Secretary or Assistant Secretary)

by Donald N. Campagna  
(Signature of President or Vice President)

Ruth A. Campagna, Secretary  
(Type or Print Name and Title)

Donald N. Campagna, President  
(Type or Print Name and Title)

Dated December 23, 1986

MURPHY CAP & GOWN COMPANY  
(Exact Name of Corporation)

attested by Ruth A. Campagna  
(Signature of Secretary or Assistant Secretary)

by Donald N. Campagna  
(Signature of President or Vice President)

Ruth A. Campagna, Secretary  
(Type or Print Name and Title)

Donald N. Campagna, President  
(Type or Print Name and Title)

Dated December 23, 1986

ALL FAITH CHURCH SUPPLIES, INC.  
(Exact Name of Corporation)

attested by Ruth A. Campagna  
(Signature of Secretary or Assistant Secretary)

by Donald N. Campagna  
(Signature of President or Vice President)

Ruth A. Campagna, Secretary  
(Type or Print Name and Title)

Donald N. Campagna, President  
(Type or Print Name and Title)

File No. 4997-068-5

**ARTICLES OF MERGER,  
CONSOLIDATION, EXCHANGE**

Filing Fee \$100.00, but if a merger or a consolidation of more than two corporations, \$50 for each additional corporation.

**FILED**

DEC 30 1986

**CORPORATION DEPT.  
SECRETARY OF STATE**

RETURN TO:

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone 217 — 782-6961

CERTIFICATE

The undersigned Secretary of MURPHY HOLDINGS, INC., hereby certifies that at a meeting duly held on December 23, 1986, the Board of Directors and Shareholders hereby waived mailing of the Plan of Merger between MURPHY HOLDINGS, INC., MURPHY CAP <sup>4</sup> GOWN COMPANY and ALL FAITH CHURCH SUPPLIES, INC.

The undersigned Secretary further certifies that at the meeting held on December 23, 1986, the following resolutions were unanimously adopted.

"RESOLVED, that Murphy Cap <sup>4</sup> Gown Company and All Faith Church Supplies, Inc., wholly-owned subsidiaries of the corporation be merged into the corporation pursuant to Article 11.30 of the Business Corporation Act of 1983 of the State of Illinois and §607.234 and 607.227 of the Florida Statutes.

FURTHER RESOLVED that the officers of the corporation be authorized and directed to execute such documents and certificates as may be necessary or desirable to effect the merger under the laws of the States of Illinois and Florida.

FURTHER RESOLVED that the officers of the corporation be authorized and directed to execute such documents and certificates as may be necessary or desirable to effect the name change of the corporation from Murphy Holdings, Inc. to Murphy Cap <sup>4</sup> Gown Company."

Dated: December 23, 1986

  
RUTH A. CAMPAGNA, Secretary

(CORPORATE SEAL)

003-02-2424-001/1



CERTIFICATE

I HEREBY CERTIFY that I, Ruth A. Campagna, am the duly elected and qualified Secretary of Murphy Holdings, Inc., a Florida corporation, and keeper of the records and Corporate Seal of the corporation; and that attached hereto is a true and correct copy of the Plan of Merger of Murphy Holdings, and its wholly-owned subsidiaries adopted by all of the shareholders and directors of the corporations on December 23, 1986, effective December 22, 1986.

IN WITNESS WHEREOF, I have hereunto affixed my name as Secretary and have caused the Corporate Seal of the corporations to be affixed this 23<sup>rd</sup> day of December, 1986.

MURPHY HOLDINGS, INC.

By:

  
Ruth A. Campagna, Secretary

003-02-2424-001/2

AGREEMENT  
AND  
PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER dated this 23rd day of December, 1986, between MURPHY HOLDINGS, INC., a Florida corporation ("Murphy Holdings") and its wholly owned subsidiaries, ALL FAITH CHURCH SUPPLIES, INC., a Florida corporation ("All Faith"), and MURPHY CAP & GOWN COMPANY, an Illinois corporation ("Murphy Cap & Gown"). Murphy Holdings, All Faith and Murphy Cap & Gown being sometimes referred to herein as the "Constituent Corporations".

W I T N E S S E T H:

WHEREAS, Murphy Holdings is a corporation duly organized and existing under the laws of the State of Florida, having an authorized capital stock of 7,000 shares of Common Stock, of which as of the date hereof 4,900 shares of Common Stock are validly issued and outstanding; all of which are owned by one individual.

WHEREAS, Murphy Cap & Gown is a corporation duly organized and existing under the laws of the State of Illinois, having an authorized capital stock of 20,000 shares of Common Stock, of

which as of the date hereof 10,000 shares of Common Stock were validly issued and outstanding; all of which are owned by Murphy Holdings.

WHEREAS, All Faith is a corporation duly organized and existing under the laws of the State of Florida having an authorized capital stock of 7,000 shares of Common Stock, of which as of the date hereof 1,000 shares of Common Stock are validly issued and outstanding; all of which are owned by Murphy Holdings.

WHEREAS, the Board of Directors of each Constituent Corporation deems it advisable for the general welfare of such Constituent Corporations and its shareholders that Murphy Cap and Gown and All Faith be merged into Murphy Holdings.

WHEREAS, the stock of Murphy Cap ↘ Gown and All Faith will be cancelled upon the merger of these corporations into Murphy Holdings, as more fully described in ARTICLE VII hereafter.

NOW, THEREFORE, the Constituent Corporations hereby agree that Murphy Cap ↓ Gown and All Faith shall be merged with and into Murphy Holdings (sometimes referred to herein as the "Surviving Corporation") in accordance with the applicable laws of the State of Florida and the State of Illinois and the terms and conditions of the following Plan of Merger:

ARTICLE I

THE CONSTITUENT CORPORATIONS

The names of the Constituent Corporations to the merger are Murphy Holdings, Inc., a Florida corporation, (Florida Charter No. G72094), All Faith Church Supplies, Inc., a Florida corporation (Florida Charter No. G71810) and Murphy Cap <sup>+</sup> Gown Company, an Illinois corporation.

ARTICLE II

THE MERGER; THE SURVIVING CORPORATION

On the effective Date, as hereinafter defined, Murphy Cap Gown and All Faith shall be merged into Murphy Holdings in accordance with the applicable provisions of Chapter 607 of the Florida Statutes (the Florida General Corporation Act) and Article 11 of the Illinois Statutes (the Business Corporation Act of 1983). Murphy Holdings shall be the surviving Corporation and shall be governed by the laws of the State of Florida.

ARTICLE III

AMENDMENT TO ARTICLES OF INCORPORATION

In accordance with the Florida Statutes, Section 607.231(3)(f), the Articles of Incorporation of the surviving corporation, Murphy Holdings, Inc., shall be amended by this plan of merger to change the name of the corporation to Murphy Cap <sup>+</sup> Gown Company.

## ARTICLE IV

### THE EFFECT OF THE MERGER

From and after the filing of the Articles of Merger in accordance with Article VIII hereof, the Constituent Corporations shall be a single corporation, which shall be the Surviving Corporation. From and after such filing, the separate existence of Murphy Cap & Gown and All Faith shall cease, while the corporate existence of Murphy Holdings shall continue unaffected and unimpaired, except for the name change set forth in Article III. The Surviving Corporation shall have all the rights, privileges, immunities, and powers, and shall be subject to all the duties and liabilities, of a corporation organized under the Florida General Corporation Act. The Surviving Corporation shall thereupon and thereafter possess all the rights, privileges, immunities and franchises, of a public as well as a private nature, of each of the Constituent Corporations. All property, real, personal and mixed, and all debts on whatever account, all other choses in action, and all and every other interest of or belonging to or due to each of the Constituent Corporations, shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed. The title to any real estate, or any interest therein, vested in either of the Constituent Corporations shall not revert or be in any way impaired by reason of such merger. The Surviving Corporation shall henceforth be responsible and liable for all the liabilities and obligations of each of the Constituent Corporations, and any claim existing or action or proceeding

pending by or against either of the Constituent Corporations may be prosecuted as if such merger had not taken place, or the Surviving Corporation may be substituted in its place. Neither the rights of creditors nor any liens upon the property of either of the Constituent Corporations shall be impaired by such merger.

#### ARTICLE V

##### SUPPLEMENTARY ACTION

If at any time after the Effective Date any further assignments or assurances in law or any other things are necessary or desirable to vest or to perfect, confirm or record in the Surviving Corporation the title to any property or rights of either of the Constituent Corporations, or otherwise to carry out the provisions of this Agreement and Plan of Merger, the proper officers and directors of the respective Constituent Corporations as of the Effective Date shall execute and deliver any and all proper deeds, assignments and assurances in law, and do all things necessary or proper to vest or to perfect or confirm title to such property or rights in the Surviving Corporation, and otherwise to carry out the purposes and provisions of this Agreement and Plan of Merger.

#### ARTICLE VI

##### CERTIFICATE OF INCORPORATION AND BY-LAWS; OFFICERS AND DIRECTORS

(a) The Certificate of Incorporation and By-Laws of Murphy Holdings, and any amendments in effect on the Effective Date, including the amendment heretofore described in Article III shall

be the Certificate of Incorporation and By-Laws of the Surviving Corporation, until the same shall thereafter be further amended or repealed as provided therein and by applicable law.

(b) The persons who shall serve as directors of the Surviving Corporation shall be Donald C. Campagna and Ruth A. Campagna. The persons who shall serve as officers of the Surviving Corporation, and the offices in which they shall serve, shall be:

President:	Donald N. Campagna
Secretary/Treasurer:	Ruth A. Campagna

#### ARTICLE VII

##### TREATMENT OF SHARES OF CONSTITUENT CORPORATIONS

(a) Each share of the Common Stock of Murphy Holdings outstanding immediately prior to the filing of the Articles of Merger in accordance with Article VIII, shall continue in existence as a share of the merged corporations and there shall be no distribution of cash or securities with respect thereto.

(b) Each share of the Common Stock of Murphy Cap & Gown outstanding immediately prior to the filing of the Articles of Merger in accordance with Article VIII shall, by virtue of the merger and without any action on the part of the holder thereof, cease to exist and shall be cancelled and no cash, securities or other property shall be issued in respect thereof.

(c) Each share of the Common Stock of All Faith outstanding immediately prior to the filing of the Articles of Merger in accordance with Article VIII shall, by virtue of the merger and

without any action on the part of the holder thereof, cease to exist and shall be cancelled and no cash, securities or other property shall be issued in respect thereof.

(d) Since all the outstanding stock of Murphy Cap & Gown and All Faith is owned by Murphy Holdings, there are no dissenting shareholders who will be entitled to the rights of dissenting shareholders as set forth in Section 607.244 of the Florida Statutes.

#### ARTICLE VIII

##### APPROVAL BY BOARD OF DIRECTORS

This Plan of Merger shall be approved by resolution of the Board of Directors of Murphy Holdings as provided by the Florida General Corporation Act and the Illinois Business Corporation Act of 1983. Said resolution provides for the waiver of the requirement of the mailing of the plan of merger to the shareholders of Murphy Cap & Gown and All Faith since all the outstanding stock of the corporation are owned by Murphy Holdings. Articles of Merger and all documents necessary to meet the requirements of the Florida General Corporation Act and the Illinois Business Corporation Act of 1983 shall be filed immediately in the appropriate office in Florida and in Illinois.



ARTICLE IX

APPROVAL BY SHAREHOLDERS OF SURVIVING CORPORATION

In accordance with Florida Statute Section 607.227 and Section 11.30 of the Illinois Business Corporation Act of 1983, the approval of the shareholders of the Constituent Corporations is not required. The sole shareholder of the Surviving Corporation, Murphy Holdings, Inc., however, in accordance with Florida Statute Section 607.394 has approved the plan of merger and the amendment to the Articles of Incorporation set forth in Article III of this Agreement and Plan of Merger.

ARTICLE X

EFFECTIVE DATE

The merger of Murphy Cap & Gown and All Faith into Murphy Holdings shall become effective December 31, 1986. The date on which such merger shall become effective is herein called the "Effective Date."

ARTICLE XI

COVENANTS OF MURPHY HOLDINGS

Murphy Holdings covenants and agrees that: (a) it will not further amend its certificate of incorporation prior to the Effective Date and (b) it will not issue any shares of its capital stock or any rights to acquire any such shares prior to the Effective Date.

ARTICLE XII

TERMINATION

Anything to the contrary herein or elsewhere notwithstanding, this Agreement and Plan of Merger may be terminated and abandoned by the Board of Directors of either of the Constituent Corporations at any time prior to the filing of the Articles of Merger.

ARTICLE XIII

COUNTERPARTS

This Agreement and Plan of Merger may be executed in any number of counterparts, each of which when executed shall be deemed to be an original, and such counterparts shall together constitute but one and the same instrument.

ARTICLE XIV

SERVICE OF PROCESS

Pursuant to Section 11.35(b) of Article 11 of the Illinois Business Corporation Act of 1983, Murphy Holdings, a Florida corporation, hereby irrevocably appoints the Secretary of State of the State of Illinois and the successors in such office, its agent upon whom may be served any notice, process or pleading in any action or proceeding including a proceeding for the enforcement of any obligation of the Constituent Corporation, Murphy Cap & Gown, and for the enforcement of any obligation of the surviving corporation, Murphy Holdings, arising from the merger, including any suit or other proceeding to enforce the

right of any shareholders as determined in appraisal proceedings pursuant to Section 11.35(b) of Article 11 of the Illinois Business Corporation Act of 1983.

It is requested that a copy of any notice, process or pleading served hereunder be mailed to:

Mr. Donald N. Campagna  
Murphy Holdings, Inc.  
4200 31st Street North  
St. Petersburg, Florida 33714

IN WITNESS WHEREOF, each of the parties to this Agreement and Plan of Merger has caused this Agreement and Plan of Merger to be executed by its duly authorized officer on the day and year above written.

Attest:

MURPHY HOLDINGS, INC.

By: Ruth A. Campagna  
Ruth A. Campagna,  
Secretary

By: Donald N. Campagna  
Donald N. Campagna, President

"Murphy Holdings"

MURPHY CAP & GOWN COMPANY

By: Ruth A. Campagna  
Ruth A. Campagna,  
Secretary

By: Donald N. Campagna  
Donald N. Campagna, President

"Murphy Cap and Gown"

ALL FAITH CHURCH SUPPLIES, INC.

By: Ruth A. Campagna  
Ruth A. Campagna,  
Secretary

By: Donald N. Campagna  
Donald N. Campagna, President

"All Faith"

003-02-2424-001