

03-21-2002

ET

Docket No.:

Y



102025321

Tab settings

To the Honorable Commissioner of Pat

attached original documents or copy thereof.

1. Name of conveying party(ies):

Neoloy/Dentex, Inc.
4101 W. 51st Street
Chicago, Illinois 60632

2.26.02

- Individual(s)
- General Partnership
- Corporation-State Illinois
- 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: July 1, 1999

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

Name: Austenal, Inc.

Internal Address: _____

Street Address: 4101 W. 51st Street

City: Chicago State: IL ZIP: 60632

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

1,077,728

Additional numbers Yes No

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

Name: Sana Hakim, Esq.

Internal Address: Bell, Boyd & Lloyd LLC

Street Address: P.O. Box 1135

City: Chicago State: IL ZIP: 60690

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

1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03/20/2002 DBYRNE 00000228 1077728

01 FC:481

40.00 OP

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.

Sana Hakim, Esq.

Name of Person Signing

Sana Hakim

Signature

February 26, 2002

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

File Number 5681-187-7

COPY

State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF MERGER OF
AUSTENAL, INC.
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE 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, Jesse White, 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 10TH day of SEPTEMBER A.D. 1999 and of the Independence of the United States the two hundred and 24TH



Jesse White

Secretary of State

COPY

Form **BCA-11.25**
(Rev. Jan. 1995)

**ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE**

File# 5681-187-7

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

FILED

Date

9/10/99

SEP 10 1999

Filing Fee

\$ 100.00

JESSE WHITE
SECRETARY OF STATE

Approved:

DO NOT SEND CASH!

Remit payment in check or money order, payable to "Secretary of State." Filing Fee is \$100, but if merger or consolidation of more than 2 corporations, \$50 for each additional corporation.

1. Names of the corporations proposing to merge consolidate exchange shares, and the state or country of their incorporation:

Name of Corporation	State or Country Of Incorporation	Corporation File No.
Austenal, Inc.	IL	5681-187-7
Neoloy/Dentex, Inc.	IL	5882-323-6

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

3. (a) Name of the surviving new corporation: Austenal, Inc.
(b) it shall be governed by the laws of Illinois

4. 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 ATTACHED AGREEMENT AND PLAN OF MERGER

EXPEDITED

SEP 10 1999

SECRETARY OF STATE

TRADEMARK

REEL: 002465 FRAME: 0733

5. Plan of ^{merger} consolidation exchange was approved, 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)

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)

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 (§11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

Four horizontal lines for entering the name of the corporation, corresponding to the four columns of voting methods.

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 or 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.

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
Neoloy/Dentex, Inc.	1000 common	1000 common

b. (Not applicable to 100% owned subsidiaries)

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

(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.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated July 1, 1999
 attested by [Signature]
 (Signature of Secretary of Assistant Secretary)
ALAN A. FLECK SECRETARY
 (Type or Print Name and Title)

Austenal, Inc
 (Exact Name of Corporation)
 by [Signature]
 (Signature of President or Vice President)
Mike Quinn, President
 (Type or Print Name and Title)

Dated July 1, 1999
 attested by [Signature]
 (Signature of Secretary of Assistant Secretary)
ALAN A. FLECK SECRETARY
 (Type or Print Name and Title)

Neoloy/Dentex, Inc
 (Exact Name of Corporation)
 by [Signature]
 (Signature of President or Vice President)
Mike Quinn, President
 (Type or Print Name and Title)

Dated _____, 19_____
 attested by _____
 (Signature of Secretary of Assistant Secretary)

 (Type or Print Name and Title)

 (Exact Name of Corporation)
 by _____
 (Signature of President or Vice President)

 (Type or Print Name and Title)