

Form PTO-1594
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Osus, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: May 13, 2002

2. Name and address of receiving party(ies)

Name: Omni Services, Inc.

Internal

Address:

Street Address: 14115 Lovers Lane

City: Culpeper State: VA Zip: 22701

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Virginia
- 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) 75/796,703
75/749,565

B. Trademark Registration No.(s) 2,167,078
1,944,799 1,917,099 1,771,857 1,655,064

Additional number(s) attached Yes No

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

Name: Keating, Muething & Klekamp, P.L.L.

Internal Address: Attn: Daniel B. Runk

Street Address: 1400 Provident Tower

One East Fourth Street

City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

500735

DO NOT USE THIS SPACE

9. Signature.

Daniel B. Runk

Name of Person Signing

Signature

7-9-02

Date

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

7

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

COMMONWEALTH OF VIRGINIA



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

CLINTON MILLER
CHAIRMAN

THEODORE V. MORRISON, JR.
COMMISSIONER

HULLIHEN WILLIAMS MOORE
COMMISSIONER

STATE CORPORATION COMMISSION
Office of the Clerk

May 13, 2002

LISA
CT RICHMOND
HOLD
DO NOT MAIL

RE: OMNI SERVICES, INC.
ID: 0142255 - 9
DCN: 02-05-13-0253

Dear Customer:

This is your receipt for \$25.00 covering the fees for filing articles of merger with this office.

The effective date of the certificate of merger is May 13, 2002.

Non-surviving entities:

RENTAL UNIFORM SERVICE, INC.
sanis, inc.
OSUS, INC. (A DE CORPORATION NOT QUALIFIED IN VA)

are merged into OMNI SERVICES, INC..

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

MERGACPT
CIS0436

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**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

May 13, 2002

The State Corporation Commission finds the accompanying articles submitted on behalf of

OMNI SERVICES, INC.

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission.
Each of the following:

RENTAL UNIFORM SERVICE, INC.

sanis, inc.

OSUS, INC. (A DE CORPORATION NOT QUALIFIED IN VA)

is merged into OMNI SERVICES, INC., which continues to exist under the laws of VIRGINIA with the name OMNI SERVICES, INC.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on May 13, 2002.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0436
02-05-13-0253

TRADEMARK
REEL: 002502 FRAME: 0418

**ARTICLES OF MERGER
OF
OSUS, INC.,
RENTAL UNIFORM SERVICE, INC.
AND
SANIS, INC.
INTO
OMNI SERVICES, INC.**

The undersigned corporations, pursuant to Title 13.1, Chapter 9, Article 12 of the Code of Virginia, hereby execute the following articles of merger and sets forth:

ONE

The entire Plan of Merger is set forth in Exhibit A attached hereto.

TWO

The Plan of Merger was adopted by Omni Services, Inc., Rental Uniform Service, Inc. and Sanis, Inc. all by unanimous consent of the shareholders of each corporation.

The undersigned officer of each corporation declares that the facts herein stated are true as of May 13, 2002.

OMNI SERVICES, INC.

By: Thomas E. Frooman
Name: Thomas E. Frooman
Title: Vice President & Secretary

RENTAL UNIFORM SERVICE, INC.

By: Thomas E. Frooman
Name: Thomas E. Frooman
Title: Vice President & Secretary

SANIS, INC.

By: Thomas E. Frooman
Name: Thomas E. Frooman
Title: Vice President & Secretary

OSUS, INC.

By: Thomas E. Frooman
Name: Thomas E. Frooman
Title: Vice President & Secretary

Exhibit A

PLAN OF MERGER

DATE: May 13, 2002

PARTIES: Rental Uniform Service, Inc., a Virginia corporation

14115 Lovers Lane
Culpeper, VA 22701
("Merging Company")

and

Sanis, Inc., a Virginia corporation

14115 Lovers Lane
Culpeper, VA 22701
("Merging Company")

and

OSUS, Inc., a Delaware corporation

14115 Lovers Lane
Culpepper, VA 22701
("Merging Company")

into

Omni Services, Inc., a Virginia corporation

14115 Lovers Lane
Culpeper, VA 22701
("Surviving Corporation")

SECTION 1. MERGER

On the Effective Date, each Merging Company shall be merged with and into the Surviving Corporation. The separate existence of each Merging Company shall cease, and each Merging Company and Surviving Corporation shall be a single corporation which shall be the Surviving Corporation. The title to all property owned by each Merging Company and the Surviving Corporation shall be vested in the Surviving Corporation without reversion or impairment, and without further act or deed. The Surviving Corporation shall assume all franchise taxes, liabilities and obligations of each Merging Company and the Surviving Corporation as of the Effective Date. Any proceeding pending against each Merging Company

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or the Surviving Corporation may be continued as if the merger did not occur, or the Surviving Corporation may be substituted in the proceeding for each Merging Company.

SECTION 2. SHAREHOLDER APPROVAL

Each Merging Company has submitted this Plan of Merger to its shareholders and the Surviving Corporation has submitted this Plan of Merger to its shareholders, each obtaining unanimous approval in accordance with Virginia Stock Corporation Law.

SECTION 3. EFFECTIVE DATE AND CLOSING

3.1 **Effective Date.** The merger of each Merging Company and the Surviving Corporation shall be effective ("Effective Date") upon the filing of the Articles of Merger and this Plan of Merger in accordance with Virginia Stock Corporation Law.

3.2 **Closing.** The closing of this merger shall take place on May 13, 2002, or on such other date as may be agreed upon by the Surviving Corporation and each Merging Company. At the time of the closing the Surviving Corporation and each Merging Company shall cause the Articles of Merger and this Plan of Merger to be filed with the State Corporation Commission of the Commonwealth of Virginia.

SECTION 4. SHARES OF STOCK

4.1 **Exchange of Shares.** On the Effective Date, the Surviving Corporation, upon the receipt of properly endorsed certificates representing the outstanding shares of each Merging Company, shall issue to the shareholders of each Merging Company shares of common stock of the Surviving Corporation.

4.2 **Conversion of Shares.** Upon the effectiveness of the Merger, by virtue of the merger and without any further action on the part of each Merging Company or the Surviving Corporation, the outstanding shares of each Merging Company shall be converted into shares of the Surviving Corporation. All outstanding shares of each Merging Company will be extinguished in the Merger.

4.3 **Continuation of Shares.** All shares of stock of the Surviving Corporation that is issued and outstanding as of the Effective Date shall continue to be an issued and outstanding shares of the Surviving Corporation notwithstanding the merger.

SECTION 5. CORPORATION INCIDENTS

5.1 **Articles of Incorporation.** The Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the Effective Date, shall be the Articles of Incorporation of the Surviving Corporation following this merger.

5.2 **Bylaws.** The Bylaws of the Surviving Corporation, as in effect immediately prior to the Effective Date, shall be the Bylaws of the Surviving Corporation following this merger.

5.3 Board of Directors and Officers. The Board of Directors of the Surviving Corporation following this merger shall consist of the persons who are members of the Board of Directors of the Surviving Corporation immediately prior to the Effective Date, and they shall hold office until their successors have been elected and qualified. The officers of the Surviving Corporation following this merger shall be the persons who are the officers of the Surviving Corporation immediately prior to the Effective Date, and they shall hold office at the pleasure of the Board of Directors of the Surviving Corporation.

SECTION 6. INTENT

It is the intent of the parties that the merger contemplated by this agreement shall constitute a pooling of interests for accounting purposes, and under the Virginia Stock Corporation Law, and qualify as a tax-free corporate reorganization within the meaning of the pertinent provisions of the Internal Revenue Code of 1986, as amended.

OMNI SERVICES, INC.

By: Thomas E. Frooman
Name: Thomas E. Frooman
Title: Vice President & Secretary

RENTAL UNIFORM SERVICE, INC.

By: Thomas E. Frooman
Name: Thomas E. Frooman
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