

Form PTO-1594 (Rev. 03/01) **RECORDATION FORM COVER SHEET TRADEMARKS ONLY** U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office  
 OMB No. 0651-0027 (exp. 5/31/2002)  
 Tab settings

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

1. Name of conveying party(ies):  
 Omni Services, Inc.

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

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

2. Name and address of receiving party(ies)  
 Name: Cintas Corporation No. 3  
 Internal  
 Address:  
 Street Address: 250 Vista Boulevard #107  
 City: Sparks State: NV Zip: 89434

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

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other

Execution Date: May 13, 2002

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  7-9-02  
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 8

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, P.O. Box 7000, Washington, D.C. 20231

# COMMONWEALTH OF VIRGINIA



CLINTON MILLER  
CHAIRMAN

THEODORE V. MORRISON, JR.  
COMMISSIONER

HULLIHEN WILLIAMS MOORE  
COMMISSIONER

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

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: 02-05-13-0254

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:

OMNI SERVICES, INC.

are merged into CINTAS CORPORATION NO. 3 (A NV CORPORATION NOT QUALIFIED IN VA).

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

**CINTAS CORPORATION NO. 3 (A NV CORPORATION NOT QUALIFIED  
IN VA)**

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:

OMNI SERVICES, INC.

is merged into CINTAS CORPORATION NO. 3 (A NV CORPORATION NOT QUALIFIED IN  
VA), which continues to exist under the laws of NEVADA with the name CINTAS  
CORPORATION NO. 3 (A NV CORPORATION NOT QUALIFIED IN VA). 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

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CIS0436  
02-05-13-0254

**TRADEMARK**  
**REEL: 002502 FRAME: 0425**

**ARTICLES OF MERGER  
OF  
OMNI SERVICES, INC.  
INTO  
CINTAS CORPORATION NO. 3**

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 set 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. and Cintas Corporation No. 3 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

**CINTAS CORPORATION NO. 3**

By: Thomas E. Frooman  
Name: Thomas E. Frooman  
Title: Vice President, Secretary and  
General Counsel

Exhibit A

PLAN OF MERGER

DATE: May 13, 2002

PARTIES: Omni Services, Inc., a Virginia corporation  
14115 Lovers Lane  
Culpeper, VA 22701  
("Merging Company")

into

Cintas Corporation No. 3, a Nevada corporation  
6800 Cintas Boulevard  
Mason, Ohio 45040  
("Surviving Corporation")

SECTION 1. MERGER

On the Effective Date, the Merging Company shall be merged with and into the Surviving Corporation. The separate existence of the Merging Company shall cease, and both the Merging Company and Surviving Corporation shall be a single corporation which shall be the Surviving Corporation. The title to all property owned by the 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 the Merging Company and the Surviving Corporation as of the Effective Date. Any proceeding pending against the Merging Company 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 the Merging Company.

SECTION 2. SHAREHOLDER APPROVAL

The 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 the Nevada Mergers and Exchanges of Interest laws and the Nevada General Corporation Law.

SECTION 3. EFFECTIVE DATE AND CLOSING

3.1 Effective Date. The merger of the 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 the Nevada Mergers and Exchanges of Interest laws and the Nevada General Corporation Law.

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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 the Merging Company. At the time of the closing, the Surviving Corporation and the Merging Company shall cause the Articles of Merger and this Plan of Merger to be filed with the Secretary of the State of the State of Nevada.

#### 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 the Merging Company, shall issue to the shareholders of the Merging Company shares of common stock in 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 the Merging Company or the Surviving Corporation, the outstanding shares of the Merging Company shall be converted into shares of the Surviving Corporation. All outstanding shares of the Merging Company will be extinguished in the Merger.

4.3 Continuation of Shares. Each share of stock of the Surviving Corporation that is issued and outstanding as of the Effective Date shall continue to be an issued and outstanding share 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. DIRECT TRANSFER OF ASSETS

It is the plan and intent that (a) the Merging Company will merge with and into the Surviving Corporation, and (b) the Surviving Corporation will transfer certain assets and liabilities that relate to the business of the Merging Company to Cintas Corporation No. 2, a Nevada corporation ("Cintas Corporation No. 2"). The Surviving Corporation and Merging Company hereby direct that such assets and liabilities of the Merging Company as specified above in subsection (b) (which the Surviving Corporation is acquiring under state law pursuant

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to this merger) be transferred directly to Cintas Corporation No. 2; provided, however, that the amount of liabilities to be so transferred shall not exceed the tax basis of the assets to be so transferred, and any inadvertent attempt to so transfer liabilities in excess of tax basis shall be null and void, with the result that the Surviving Corporation (not Cintas Corporation No. 2) shall be expected to, and shall, satisfy the amount of any liabilities in excess of the tax basis of the assets so transferred.


#### SECTION 7. INTENT

It is the intent of the parties that the Merger contemplated by this agreement shall qualify as a tax-free corporate reorganization within the meaning of the pertinent provisions of the Internal Revenue Code of 1986, as amended.


*[Remainder of page intentionally left blank. Signature page to follow.]*

- 3 -

CINTAS CORPORATION NO. 3

By:   
Name: Thomas E. Frooman  
Title: Vice President, Secretary and  
General Counsel

OMNI SERVICES, INC.

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

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