

b settings = = = v



.Y

To the Honorable Commissioner of F

102124605

attached original documents or copy thereof.

Name of conveying party(ies):

CAPE CRAFTSMEN, INC.

6-11-02

Individual(s)

Association

General Partnership

Limited Partnership

X Corporation-State DE

Other

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

Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

Execution Date: May 22, 2002

2. Name and address of receiving party(ies)

Name: Welcome Home, Inc.

Internal Address: c/o Jordan Industries, Inc.

Street Address: 1751 Lake Cook Rd.

City: Deerfield State: IL ZIP: 60015

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

If assignee is not domiciled in the United States, a domestic representative designator is attached:  Yes  No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

05/14/2002 101RZ1 00000065 19E4346

DO NOT USE THIS SPACE

1 FC:481 40.00 DP  
2 FC:482 75.00 DP

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 Konrath

Name of Person Signing

Signature

6/3/02

Date

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

Continuation  
Item 4

SCHEDULE A  
TO  
TRADEMARK SECURITY AGREEMENT

Dated as of August 16, 2001

Trademarks Owned By Cape Craftsmen, Inc.

<u>TRADE MARK</u>	<u>DATE OF REGISTRATION OR APPLICATION</u>	<u>REGISTRATION NUMBER</u>	<u>STATUS</u>
It's A Wonderful Life Gift collection		U.S. 1,924,346	Registered
Timbercreek Collection		U.S. 1,900,655	Registered
Welcome Home		U.S. 1,998,885	Registered
Cape Craftsmen		U.S. 1,511,326	Registered

Schedule A

CH\_DOCS\341187.1 (W97)

(THU) 5.30'02 11:20/ST. 11:18/NO. 4861980712 P 7

FROM LATHAM & WATKINS CHICAGO #5

Received 05/30/2002 12:31PM in 01:34 on line [1] for BBLACK \* Pg 7/7

TRADEMARK  
REEL: 002525 FRAME: 0567

# Delaware

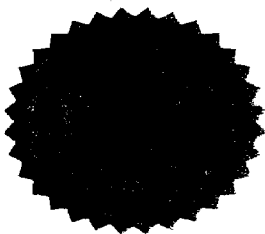
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CAPE CRAFTSMEN, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "WELCOME HOME, INC." UNDER THE NAME OF  
"WELCOME HOME, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER  
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE THE TWENTY-SECOND DAY OF MAY, A.D. 2002, AT 12 O'CLOCK  
P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2013578 8100M

AUTHENTICATION: 1790753

020326714

DATE: 05-22-02  
TRADEMARK

REEL: 002525 FRAME: 0568

**CERTIFICATE OF MERGER**

**MERGING**

**CAPE CRAFTSMEN, INC.**  
(a Delaware corporation)

**WITH AND INTO**

**WELCOME HOME, INC.**  
(a Delaware corporation)

(Pursuant to Section 251 of  
the Delaware General Corporation Law)

Welcome Home, Inc., a Delaware corporation (the "Corporation"), does hereby certify to the following facts relating to the merger of Cape Craftsmen, Inc., a Delaware corporation ("Cape Craftsmen"), with and into the Corporation (the "Merger"), with the Corporation continuing as the surviving corporation (the "Surviving Corporation"):

FIRST: The name and state of incorporation of each of the constituent corporations that is a party to the Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Cape Craftsmen, Inc.	Delaware
Welcome Home, Inc.	Delaware

SECOND: An Agreement and Plan of Merger by and between Cape Craftsmen and the Corporation (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law (the "DGCL") and by the written consents of the sole stockholder of each of the constituent corporations in accordance with Section 228 of the DGCL.

THIRD: The name of the corporation surviving the Merger shall be "Welcome Home, Inc."

FOURTH: The Certificate of Incorporation of the Corporation effective immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

TO: Sonni Dellenbach COMPANY: CT Corporation

FIFTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Corporation, which is located at c/o Jordan Industries, Inc., 1751 Lake Cook Road, Arborlake Center, Suite 550, Deerfield, Illinois 60015.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation to the Merger.

[signature page follows]

-2-

TO: Sonni Dellenbach COMPANY: CT Corporation

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Merger this 22nd day of May, 2002.

WELCOME HOME, INC.

By:   
Gordon L. Nelson, Jr.,  
Vice President

CHI:1030017.4

312 750 0660 P. 04/08

CT CORP

MAY-22-2002 10:55

RECORDED: 06/11/2002

TRADEMARK  
REEL: 002525 FRAME: 0571