

06-18-2002



SHEET

U.S. DEPARTMENT OF COMMERCE

Form PTO-1594
6-93

OMB No. 0651-0011 (exp. 4/94)

Patent and Trademark Office

102125648

To the Honorable Commission

Please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Name: **Imtec, Inc.**

- Individual Association
- General Partnership Limited Partnership
- Corporation - Delaware
- Other Swiss Cooperative

6-11-02

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

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

Name: **Brady Worldwide, Inc.**

Internal Address:

6555 West Good Hope Road
Milwaukee, Wisconsin 53223

3. Nature of conveyance:

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

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - Wisconsin
- Other _____

Execution Date: December 31, 2001

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 trademark number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,293,912

Additional numbers attached? Yes No

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

Name: **Leslie Bertagnolli**

Internal Address: **One Prudential Plaza**

Street Address: **130 East Randolph Drive, Suite 3500**

City: **Chicago** State: **Illinois** ZIP: **60601**

6. Total number of applications and registrations involved: **5**

7. Total fee (37 CFR 3.41): \$40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501-649

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.

Leslie Bertagnolli
Name of Person Signing

Leslie Bertagnolli
Signature

5/28/02
Date

Total number of pages comprising cover sheet: 5

06/17/2002 6TOM11 00000072 501649 1293912
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REEL: 002526 FRAME: 0352



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

A handwritten signature in black ink, appearing to read 'Ray Allen'.

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

DATE: APR 25 2002

BY: *Patricia Weber*

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

RECEIVED

DEC 27 2001

WISCONSIN
DFI

ARTICLES OF MERGER

OF

IMTEC INC.

INTO

ACCT 00002311 CLASS CODE 310

TRX 0001573853 Amount \$50.00

ACCT 00002311 CLASS CODE 340

TRX 0001573854 Amount \$25.00

01 B033585 BRADY WORLDWIDE, INC.
Ima gael

The undersigned, Brady Worldwide, Inc., a Wisconsin corporation ("Parent"), desiring to give notice of corporate action effectuating the merger of its wholly-owned subsidiary, Imtec Inc., a Delaware corporation ("Subsidiary"), into Parent, and acting by its officers and pursuant to Sections 180.1104 and 180.1107 of the Wisconsin Business Corporation Law and Section 253 of the Delaware General Corporation Law, hereby certifies the following:

- 1. Stock Ownership. Parent owns all of the issued and outstanding stock of Subsidiary.
- 2. Plan of Merger. The Board of Directors of Parent has adopted a Plan of Merger in accordance with Section 180.1104 of the Wisconsin Business Corporation Law. A copy of the Plan of Merger is attached hereto as Exhibit A.
- 3. Effective Time. The Effective Time of the Merger shall be 11:59 p.m. Eastern Time on December 31, 2001.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Articles of Merger to be executed in its name this 17 day of December, 2001.

BRADY WORLDWIDE, INC.

By: Katherine M. Hudson
Name: Katherine M. Hudson
Title: President

This instrument was drafted by:

Catherine S. Powell
Quarles & Brady LLP
411 East Wisconsin Avenue
Milwaukee, WI 53202-4497

Exhibit A

**PLAN OF MERGER
OF
IMTEC INC.
INTO
BRADY WORLDWIDE, INC.**

WHEREAS, Brady Worldwide, Inc. ("Parent"), a corporation organized and existing under the laws of the State of Wisconsin, owns all of the outstanding shares of stock of Imtec Inc. ("Subsidiary"), a corporation organized and existing under the laws of the State of Delaware; and

WHEREAS, the Board of Directors of Parent deems it advisable for the general welfare and advantage of Parent and Subsidiary that Subsidiary be merged into Parent;

NOW, THEREFORE, the terms and conditions of the merger of Subsidiary into Parent (the "Merger") are as follows:

ARTICLE I

MERGER; EFFECTIVE TIME

At the Effective Time of the Merger (as hereinafter defined) the separate existence of Subsidiary shall cease and Subsidiary shall be merged into Parent pursuant to Section 180.1104 of the Wisconsin Business Corporation Law and Section 253 of the Delaware General Corporation Law. The Effective Time of the Merger shall be 11:59 p.m. Eastern Time on December 31, 2001.

ARTICLE II

SHARES OF PARENT AND SUBSIDIARY

1. Parent Shares. Each share of stock of Parent issued and outstanding or in the treasury of the Parent at the Effective Time of the Merger shall continue to be one such share of the Surviving Corporation.

2. Subsidiary Shares. Each share of stock of Subsidiary issued and outstanding or in the treasury of the Subsidiary shall be retired and canceled at the Effective Time of the Merger, and no shares of stock of the Parent or other consideration shall be issued in exchange therefor.

ARTICLE III

EFFECT OF MERGER

The effect of the Merger shall be as provided in Section 180.1106 of the Wisconsin Business Corporation Law and Section 259 of the Delaware General Corporation Law.

* * * * *

Articles of Merger

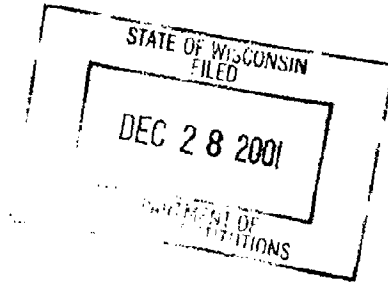
Mergers: Unlicensed Foreign Corporation

Intr: Brady Worldwide, Inc (Domestic) (Survivor)

Note
Merger
Effective
12/31/01

Use Form 201 #2311

EFFECTIVE DATE:



\$50.00 plus \$75 Exped. Fee

Susan Kapinski, legal assist
% Quarles & Brady LLP
411 East Wisconsin Ave.
Milwaukee, WI 53202-4497

