



06-24-2002



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Form PTO-1594

(Rev. 03/01)

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

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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):

Moveline, Inc. 06/18/02

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State
☐ Other _____

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

3. Nature of conveyance:

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

Execution Date: 12/21/01

2. Name and address of receiving party(ies)

Name: Allied Van Lines, Inc.

Internal

Address: _____

Street Address: 215 W. Diehl Road

City: Naperville State: IL Zip: 60563

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State Delaware
☐ 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) _____
76/074176

B. Trademark Registration No.(s) _____

Additional number(s) attached ☒ Yes ☐ No

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

Name: Janine E. Rudolph

Internal Address: _____

Street Address: 5001 U.S. Highway 30 West

City: Fort Wayne State: IN Zip: 46818

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) \$ 315.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Janine E. Rudolph

Name of Person Signing

Signature

6-14-02

Date

Total number of pages including cover sheet, attachments, and document: 10

06/21/2002 6TOM11

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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 2023101 FC:481
02 FC:48240.00 OP
275.00 OPTRADEMARK
REEL: 002530 FRAME: 0141

CONTINUATION OF ITEM 4

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Delaware

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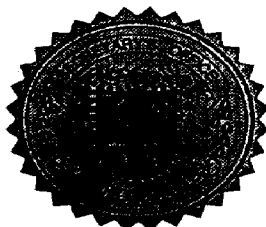
The First State

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 AGREEMENT OF MERGER, WHICH MERGES:

"NAVCO HOLDINGS 2001 LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "ALLIED VAN LINES, INC." UNDER THE NAME OF "ALLIED VAN LINES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 9:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1573284

DATE: 01-23-02

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:01 AM 12/28/2001
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AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER, is entered into as of December 18, 2001 (the "Agreement"), between Allied Van Lines, Inc., a Delaware corporation ("AVL") and NAVCO Holdings 2001 LLC, a Delaware limited liability company and wholly-owned subsidiary of AVL ("NAVCO").

RECITALS

A. Pursuant to that certain Agreement and Plan of Merger, entered into as of November 15, 2001 among Allied Worldwide, Inc., a Delaware corporation ("AWW"), North American Van Lines, Inc., a Delaware corporation and wholly-owned subsidiary of AWW ("NAVL"), and Moveline, Inc., a Delaware corporation ("Moveline"), Moveline merged with and into NAVCO, which, at the time was a wholly-owned subsidiary of NAVL (the "Moveline Merger").

B. Immediately following the time at which the Moveline Merger became effective, NAVL will contribute NAVCO to AVL, pursuant to that certain Bill of Contribution to be entered into as of December 31, 2001, between NAVL and AVL.

C. The Board of Directors of AVL deems it advisable and in the best interests of AVL and NAVCO that NAVCO merge with and into AVL (the "Merger"), pursuant to which transaction all limited liability company interests in NAVCO will be cancelled, under the terms and conditions of this Agreement and the applicable provisions of the laws of the State of Delaware.

D. This Agreement and the Merger shall be submitted to the sole member of NAVCO for approval in accordance with Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA").

NOW, THEREFORE, the parties agree as follows:

Section 1. The Merger.

(a) The Merger. At the Effective Time (as defined below), NAVCO shall be merged with and into AVL and the separate existence of NAVCO shall cease. AVL shall be the surviving corporation (the "Surviving Corporation") and shall continue its existence as a corporation under the laws of the State of Delaware.

(b) Effects of the Merger. The Merger shall become effective on December 31, 2001 at 5:00 p.m. Eastern Standard Time (the "Effective Time"). Prior to the Effective Time, this Agreement shall have been filed with the Secretary of State of Delaware in accordance with Section 264 of the Delaware General Corporation Law (the "DGCL") and Section 18-209 of the DLLCA. The name of the Surviving Corporation shall be the name of AVL. The Surviving Corporation shall possess all the rights, privileges, immunities, powers and franchises of NAVCO, and shall by operation of law become liable for all the debts, liabilities and duties of NAVCO to the same extent as if said debts, liabilities, and duties had been incurred or contracted by the Surviving Corporation, as provided in the DGCL and the DLLCA. The separate corporate existence of NAVCO shall cease at the Effective Time in accordance with the provisions of the DGCL and the DLLCA.

Section 2. Cancellation of Interests. At the Effective Time, by virtue of the Merger and without any action on the part of any of the parties hereto or any holder of such interests, all limited liability company interests of NAVCO in existence immediately prior to the Effective Time shall be canceled and cease to exist and, pursuant to the DGCL and the DLLCA, all of the assets and liabilities of NAVCO will be transferred to the Surviving Corporation.

Section 3. Certificate of Incorporation and By-Laws.

(a) Certificate of Incorporation. The Certificate of Incorporation of AVL as in effect immediately prior to the Effective Time shall be the Certificate of Incorporation of the Surviving Corporation.

(b) By-Laws. The By-Laws of AVL as in effect immediately prior to the Effective Time shall be the By-Laws of the Surviving Corporation.

Section 4. Directors and Officers. The directors and officers of AVL immediately prior to the Effective Time shall be the directors and officers of the Surviving Corporation, each to hold office until their respective successors are duly qualified and elected.

Section 5. Miscellaneous.

(a) Availability of Agreement. This Agreement is on file at a place of business of the surviving business entity which is located at 215 W. Diehl Road, Naperville, Illinois 60563. A copy of this Agreement will be furnished by the Surviving Corporation, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

(b) Entire Agreement. This Agreement constitutes the entire agreement and supersedes all prior agreements and understandings, both written and oral, between the parties with respect to the subject matter hereof.

(c) Counterparts. This Agreement may be executed in several counterparts, each of which shall be deemed an original and all of which shall together constitute one and the same instrument.

(d) Governing Law. This Agreement shall be governed in all respects, including as to validity, interpretation and effect, by the internal laws of the State of Delaware, without giving effect to the conflict of laws rules thereof.

IN WITNESS WHEREOF, this Agreement and Plan of Merger has been duly executed as of date first written above.

NAVCO HOLDINGS 2001 LLC

By: /s/ Robert J. Henry
Name: Robert J. Henry
Title: Vice President and Secretary

ALLIED VAN LINES, INC.

By: /s/ Robert J. Henry
Name: Robert J. Henry
Title: Vice President and Secretary

CERTIFICATE OF ASSISTANT SECRETARY OF

ALLIED VAN LINES, INC.,

a Delaware corporation

The undersigned, being the Assistant Secretary of Allied Van Lines, Inc., a Delaware corporation, does hereby certify that the foregoing Agreement of Merger has been adopted upon behalf of said corporation pursuant to the provisions of Subsection (f) of Section 251 of the Delaware General Corporation Law, and that, as of the date of this Certificate, the outstanding shares of said corporation were such as to render the provisions of said Subsequent (f) applicable.

Executed on this 20th day of December 20, 2001.

/s/ Ralph A. Ford

Assistant Secretary of
Allied Van Lines, Inc.

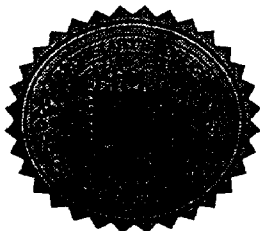
The First State

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:

"MOVELINE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "NAVCO HOLDINGS 2001 LLC" UNDER THE NAME OF "NAVCO HOLDINGS 2001 LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1573282

3470360 8100M

020044570

DATE: 01-23-02

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CERTIFICATE OF MERGER
OF
MOVELINE, INC.
INTO
NAVCO HOLDINGS 2001 LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned surviving limited liability company submits this Certificate of Merger for filing and certifies that:

1. The name and jurisdiction of formation or organization of each of the domestic limited liability companies and/or other business entities which are to merge are:

<u>Name</u>	<u>Jurisdiction</u>
Moveline, Inc.	Delaware
NAVCO Holdings 2001 LLC	Delaware

2. An agreement and plan of merger has been approved and executed by each of the domestic limited liability companies and/or other business entities which are to merge.

3. The name of the surviving business entity is: NAVCO Holdings 2001 LLC.

4. The merger shall be effective as of December 31, 2001.

5. The agreement and plan of merger is on file at a place of business of the surviving business entity which is located at 5001 U.S. Highway 30 West, P.O. Box 988, Fort Wayne, Indiana 46801.

6. A copy of the agreement and plan of merger will be furnished by the surviving business entity, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/28/2001
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IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 18th day of December, 2001, and is being filed in accordance with Section 18-209 by an authorized person of the surviving business entity in the merger.

NAVCO HOLDINGS 2001 LLC

By: /s/ Robert J. Henry
Name: Robert J. Henry
Title: Vice President and Secretary