07-24-2002

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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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):
Laralev, Inc. 7-15-02

- [ ] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [x] Corporation-State
- [ ] Other _____

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

2. Name and address of receiving party(ies)
Name: Advance Merchandising Company, Inc.
Internal Address: _____
Street Address: 5673 Airport Road
City: Roanoke State: VA Zip: 24012

- [ ] Individual(s) citizenship _____
- [ ] Association _____
- [ ] General Partnership _____
- [ ] Limited Partnership _____
- [x] 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

3. Nature of conveyance:

- [ ] Assignment
- [x] Merger
- [ ] Security Agreement
- [ ] Change of Name
- [ ] Other _____

Execution Date: December 28, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
0289563

Additional number(s) attached [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Tara A. Branscom
Internal Address: Flippin, Densmore, Morse & Jessee
Street Address: 1800 First Union Tower, Drawer 1200
City: Roanoke State: VA Zip: 24006

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....$ 40.00

- [x] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

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

OFFICE OF PUBLIC RECORDS
2002 JUL 15 AM 10:08
FINANCE SECTION

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.

Tara A. Branscom — Name of Person Signing
T. A. Bra — Signature
7/15/02 — Date

Total number of pages including cover sheet, attachments, and document: 6

07/23/2002 DBYRNE 00000193 0289563
01 FC:481 40.00 OP

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

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/28/2001
010672808 - 2290365

CERTIFICATE OF MERGER
OF
LARALEV, INC.,
A DELAWARE CORPORATION
INTO
ADVANCE MERCHANDISING COMPANY, INC.,
A VIRGINIA CORPORATION
(UNDER SECTION 252 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE)

Advance Merchandising Company, Inc. hereby certifies that:

(1) The name and state of incorporation of each of the constituent corporations are:

(a) LARALEV, INC., a Delaware corporation; and
(b) Advance Merchandising Company, Inc., a Virginia corporation.

(2) An agreement of merger, dated as of December 28, 2001, by and between LARALEV, INC. and Advance Merchandising Company, Inc. has been adopted, approved, certified, executed and acknowledged by LARALEV, INC. and Advance Merchandising Company, Inc. in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

(3) The name of the surviving corporation is Advance Merchandising Company, Inc.

(4) The certificate of incorporation of Advance Merchandising Company, Inc., as in effect immediately prior to the merger, shall be the certificate of incorporation of the surviving corporation.

(5) The surviving corporation is a corporation of the state of Virginia.

(6) The executed agreement of merger is on file at the principal place of business of Advance Merchandising Company, Inc. at 5673 Airport Road, Roanoke, Virginia 24012.

(7) A copy of the agreement of merger will be furnished by Advance Merchandising Company, Inc., on request and without cost, to any stockholder of LARALEV, INC. or Advance Merchandising Company, Inc.

(8) Advance Merchandising Company, Inc., as the surviving corporation, hereby agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of LARALEV, INC., as well as for enforcement of any obligation of any constituent corporation in the merger arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to 8 Del.C. §262 and Advance Merchandising Company, Inc. hereby irrevocably

appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be mailed by the Secretary of State to Advance Merchandising Company, Inc. at the following address:

Advance Merchandising Company, Inc.
5673 Airport Road
Roanoke, Virginia 24012

IN WITNESS WHEREOF, Advance Merchandising Company, Inc. has caused this certificate to be signed by Jeff T. Gray, its authorized officer of the 28 day of December, 2001.

ADVANCE MERCHANDISING COMPANY, INC.

Name: Jeff T. Gray
Title: Treasurer and Assistent Secretary

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FLIPPIN DENSMORE ATTORNEYS AT LAW

1800 FIRST UNION TOWER
DRAWER 1200
ROANOKE, VIRGINIA 24006
PHONE: 540-510-3000
FAX: 540-510-3050
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TARA A. BRANSCOM
540-510-3046
BRANSCOM@FLIPPINDENSMORE.COM

July 15, 2002

VIA EXPRESS MAIL EK835528894US

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Re: Conveying Party: Laralev, Inc.
Receiving Party: Advance Merchandising Company, Inc.
Trademark Registration No.: 0289563

Dear Sir:

We represent Advance Merchandising Company, Inc. (formerly Laralev, Inc.), a Virginia corporation. We enclose, on behalf of Advance Merchandising Company, Inc., the following for recordation with the Assignment Services Division:

1. Recordation Form Cover Sheet with attachments.
2. A check in the sum of $40.00 for the recordation fee.
3. A stamped self-addressed postcard listing items 1 and 2 above.

Please acknowledge receipt of this letter and its enclosures by date stamping the enclosed self-addressed postcard and mailing it to us.

Thank you for your assistance in this matter.

Very truly yours,

T.A. Bran

Tara A. Branscom

TAB/dlb
Enclosures
cc: Eric M. Margolin, Esq.
Mr. Kevin Quinn
0059-032

TRADEMARK
REEL: 002548 FRAME: 0445

Delaware

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:

"LARALEV, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ADVANCE MERCHANDISING COMPANY, INC." UNDER THE NAME OF "ADVANCE MERCHANDISING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF VIRGINIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.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

3474462 8100M

010672808

AUTHENTICATION: 1545738

DATE: 01-08-02