

08-26-2002

ET

Docket No.:

75469.12



102200891

Tab settings

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Thomas Lowe Ventures, Inc.

J.L. 10/2

- Individual(s)
- General Partnership
- Corporation-State Michigan
- Other _____

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

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

Name: Thomas Lowe Ventures, Inc.

Internal Address: _____ 2

Street Address: 3600 McGill Street, Suite 300

City: South Bend State: IN ZIP: 46628

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Change of Domicile and State of Incorporation

- Merger
- Change of Name

Execution Date: September 2, 1996

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

~~2,034,229~~ 2,046,355
2,063,715
2,012,530

Additional numbers Yes No

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

Name: Gerard T. Gallagher

Internal Address: Baker & Daniels

Street Address: 205 West Jefferson Boulevard, Suite 250

City: South Bend State: IN ZIP: 46601

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:

02-0387

DO NOT USE THIS SPACE

08/23/2002 TDIAZ1 00000139 2034229

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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.

Gerard T. Gallagher

Name of Person Signing

Signature

July 29, 2002

Date

Total number of pages including cover sheet, attachments, and 4

TRADEMARK

REEL: 002568 FRAME: 0719

50



ARTICLES OF INCORPORATION

State Form 4159 (R9 / 9-93)
Approved by State Board of Accounts 1992

Inforum Doc. #5285

Secretary of State
Corporations Division
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-1-21-2

FILING FEE: \$90.00

INSTRUCTIONS: Use 8 1/2 x 11 inch white paper for inserts.

Filing requirements - present original and one copy to the address in the upper right corner of this form.

APPROVED AND FILED

Handwritten signature and date: 8/23/96, Secretary of State

ARTICLES OF INCORPORATION

Under the appropriate act

undersigned, desiring to form a corporation (herein after referred to as "Corporation") pursuant to the provisions of:

Indiana Business Corporation Law

Indiana Professional Corporation Act 1983

amended, executes the following Articles of Incorporation:

ARTICLE I - NAME

Name of Corporation

Thomas Lowe Ventures, Incorporated

Name must contain the word "Corporation", "Incorporated", "Limited", "Company" or an abbreviation of one of these words.

ARTICLE II - REGISTERED OFFICE AND AGENT

Registered Agent: The name and street address of the Corporation's Registered Agent and Registered Office for service of process are:

Name of Registered Agent: Thomas E. Lowe

Address of Registered Office (street or building): 600 W. McGill Ste 300

City: South Bend

State: Indiana

ZIP code: 46628

Principal Office: The post office address of the principal office of the Corporation is:

Address: 600 W. McGill Ste 300

City: South Bend

State: IN

ZIP code: 46628

ARTICLE III - AUTHORIZED SHARES

Number of shares: 50,000

If there is more than one class of shares, shares with rights and preferences, list such information on "Exhibit A."

ARTICLE IV - INCORPORATORS

(the name(s) and address(es) of the incorporators of the corporation)

Table with 5 columns: NAME, NUMBER AND STREET OR BUILDING, CITY, STATE, ZIP CODE. Row 1: Richard W. Snyder, 105 East Jefferson Suite 800, South Bend, IN, 46601

In Witness Whereof, the undersigned being all the incorporators of said corporation execute these Articles of Incorporation and certify, subject to penalties of perjury, that the statements contained herein are true.

This 23 day of August, 19 96

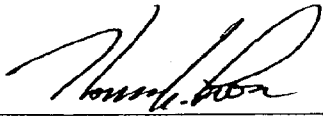
Table for incorporator signatures. Row 1: Richard W. Snyder (Signature and Printed name)

Instrument was prepared by: (name) Richard W. Snyder
Address (number, street, city and state) 105 East Jefferson Blvd. Suite 800 South Bend, IN
ZIP code 46601

ACTION BY THE BOARD OF DIRECTORS

Thomas E. Lowe, sole member of the Board of Directors of Thomas Lowe Ventures, Incorporated, hereby waives notice of meeting and consents to the following action by the Board in lieu of meeting of the Board:

BE IT RESOLVED effective September 2, 1996, the Corporation hereby authorizes the issuance of three thousand (3,000) shares of common voting stock of Thomas Lowe Ventures, Inc., an Indiana corporation, in exchange for three thousand (3,000) shares of common voting stock of Thomas Lowe Ventures, Incorporated, a Michigan corporation, pursuant to the plan and agreement attached for the purpose of changing the state of domicile of Thomas Lowe Ventures, Incorporated from the state of Michigan to the state of Indiana.



Thomas E. Lowe
Board Member

Plan and Agreement for Exchange of Shares
to Change State of Domicile

This Plan and Agreement dated and effective September 2, 1996, between Thomas E. Lowe, hereinafter referred to as "Lowe," as shareholder of Thomas Lowe Ventures, Incorporated, a Michigan corporation, hereinafter referred to as "Michigan Corporation," and Thomas Lowe Ventures, Incorporated, an Indiana corporation, hereinafter referred to as "Indiana Corporation,"

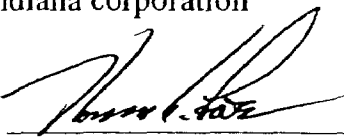
WHEREAS, Lowe is the owner of three thousand (3,000) shares of voting common stock of the Michigan Corporation, said shares being one hundred percent (100%) of all shares issued by the Michigan Corporation and outstanding, and

WHEREAS, Lowe and the Indiana Corporation wish to exchange Lowe's shares of stock of the Michigan Corporation for three thousand (3,000) shares of voting common stock of the Indiana Corporation for the purpose of changing the domicile of the Michigan Corporation from the state of Michigan to the state of Indiana,

NOW THEREFORE, for the mutual consideration hereinafter set forth, the parties agree as follows:

1. Lowe shall tender his three thousand (3,000) shares of the Michigan Corporation in exchange for the issuance of three thousand (3,000) shares of voting common stock of the Indiana Corporation, which shall be all of the issued and outstanding shares of the Indiana Corporation. The Indiana Corporation agrees to issue said shares.
2. The purpose of the exchange is to change the domicile from the state of Michigan to the state of Indiana and it is intended to be a tax-free exchange pursuant to Section 368(a)(1)(B) and 368(a)(1)(F) of the Internal Revenue Code.
3. All incidence of corporate existence and ownership, except for the state of domicile, including, but not limited to, bylaws, board of directors, officers, all rights, privileges, immunities, powers, franchises, as well as all property, real, personal, and intangible, and all liabilities, contract rights, and other rights of any kind whatsoever shall remain the same.
4. The member of the board and the officers of the corporation are empowered to take all action necessary to consummate this plan and agreement on the terms and conditions herein set forth.

Thomas Lowe Ventures, Incorporated,
an Indiana corporation

By: 
Its President

Thomas E. Lowe, Individually,