

09-09-2002



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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): The Printhouse Express, Inc. 19-03-02 [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State Virginia [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [x] No

2. Name and address of receiving party(ies) Name: Insty-Prints, Inc. Internal Address: Street Address: 15155 Technology Drive City: Eden Prairie State: MN Zip: 55344 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State Minnesota [ ] 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: November 30, 1994

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1377524 Additional number(s) attached [ ] Yes [x] No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Lisabeth H. Coakley Internal Address: Harness, Dickey & Pierce, PLC Street Address: 5445 Corporate Dr. City: Troy State: MI Zip: 48098

7. Total fee (37 CFR 3.41).....\$ 40.00 [ ] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 08-0750 (Attach duplicate copy of this page if paying by deposit account)

OFFICE OF PUBLIC RECORDS 2002 SEP -3 AM 9:17 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. Lisabeth H. Coakley Name of Person Signing Signature Date 9-3-02 6 Total number of pages including cover sheet, attachments, and document: 6

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

09/09/2002 LMUELLER 00000014 000750 1377524 01 FC:481 40.00 CH

TRADEMARK REEL: 002577 FRAME: 0458

**ARTICLES AND PLAN OF MERGER**

between

**INSTY-PRINTS, INC.,**

a Minnesota corporation (the "Surviving Corporation")

and

**THE PRINTHOUSE EXPRESS, INC.,**

a Virginia corporation (the "Merged Corporation").

THESE ARTICLES AND PLAN OF MERGER (these "Articles") are effective as of the later of (a) 11:59 P.M. on November 30, 1994 or (b) the filing of these Articles with the Secretary of State of Minnesota and the State Corporation Commission of Virginia, by and among INSTY-PRINTS, INC., a Minnesota corporation (the "Surviving Corporation") and THE PRINTHOUSE EXPRESS, INC., a Virginia corporation (the "Merged Corporation").

The directors and the Sole Shareholder of the Surviving Corporation, having resolved by a Joint Action in Writing of the Sole Shareholder and the Board of Directors effective as of November 28, 1994 to merge the Merged Corporation into the Surviving Corporation and the directors and the Sole Shareholder of the Merged Corporation, having resolved by a Joint Action in Writing of the Sole Shareholder and the Board of Directors effective as of November 28, 1994 to merge with and into the Surviving Corporation, do hereby file these Articles pursuant to Title 13.1, Chapter 9, Art. 12 of the Code of Virginia and Chapter 302A of the Statutes of Minnesota.

On the effective date of this merger, each share of the Merged Corporation will be canceled, terminated and rendered void and the separate existence of the Merged Corporation will cease. Each share of the Surviving Corporation outstanding immediately prior to the effective date of this merger will remain outstanding and unaffected by this merger.

As of the effective date of this merger, the Merged Corporation has 100 shares of Common Stock outstanding.

The Surviving Corporation agrees that it may be served with process in Virginia in a proceeding for the enforcement of an obligation of the Merged Corporation. The State Corporation Commission of Virginia is irrevocably appointed as the agent for service of process of the Surviving Corporation. The address to which all process should be forwarded is 15155 Technology Drive, Eden Prairie, Minnesota 55344.

The Surviving Corporation also agrees to pay promptly the amount, if any, owed to dissenting shareholders of the Merged Corporation, pursuant to Title 13.1, Chapter 9, Art. 12 of the Code of Virginia.

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The Articles of Incorporation and Bylaws of the Surviving Corporation before the merger will remain the Articles of Incorporation and Bylaws of the Surviving Corporation after the merger.

These Articles, and the legal relations between the parties hereto, will be governed by and construed in accordance with the laws of the State of Minnesota, except as may be required by the laws of the Commonwealth of Virginia.

IN WITNESS WHEREOF, the parties hereto have caused these Articles to be signed in their respective corporate names and on their behalf by their respective authorized officers as of the date first hereinabove written.

INSTY-PRINTS, INC.

James H Kaufenberg  
By: James H. Kaufenberg  
Its: CEO

THE PRINTHOUSE EXPRESS, INC.

Tom Galloway  
By: Thomas Galloway  
Its: President

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

November 29, 1994

The State Corporation Commission finds the accompanying articles submitted on behalf of

INSTY-PRINTS, INC. (A MN CORPORATION NOT QUALIFIED IN VA)

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

THE PRINTHOUSE EXPRESS, INC.

is merged into INSTY-PRINTS, INC. (A MN CORPORATION NOT QUALIFIED IN VA), which continues to exist under the laws of MINNESOTA with the name INSTY-PRINTS, INC. (A MN CORPORATION NOT QUALIFIED IN VA). The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on November 30, 1994 at 11:59 PM.

STATE CORPORATION COMMISSION

By 

Commissioner

MERGACPT  
CIS20354  
94-11-29-0518

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of the Articles of Merger of THE PRINTHOUSE EXPRESS, INC. issued November 30, 1994.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
July 22, 2002*

*Joel H. Peck*  
Joel H. Peck, Clerk of the Commission

CIS0508

RECORDED: 09/03/2002

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