

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

U.S. Department of Commerce  
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**RECORDATION FORM COVER SHEET  
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- New
- Resubmission (Non-Recordation)  
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- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other \_\_\_\_\_

Effective Date  
Month Day Year  
12 31 2002

**Conveying Party**

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year  
12 20 2002

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

Citizenship/State of Incorporation/Organization

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

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**TRADEMARK**

FORM PTO-1618B  
Expires 06/30/99  
OMB 0851-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Marta S. Levine

*Marta Levine*

January 31, 2003

Name of Person Signing

Signature

Date Signed

TA # 325 -

**ARTICLES OF MERGER**

FILED # 012245-01

of

DEC 23 2002

**PLEXUS PROPERTY HOLDING CORP.**  
(a Nevada corporation)

IN THE OFFICE OF  
*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE

into

**PLEXUS SERVICES CORP.**  
(a Nevada corporation)

The undersigned corporations, each desiring to give notice of corporate action effectuating the merger of Plexus Property Holding Corp., a Nevada corporation ("PPHC"), with and into Plexus Services Corp., a Nevada corporation ("Services"), and acting by their respective officers and pursuant to Section 92A.120 of the Nevada Revised Statutes, hereby certify the following:

1. Plan of Merger. A Plan of Merger has been adopted by the Board of Directors of each constituent corporation, a copy of which is attached hereto as Exhibit A.
2. Approvals. The Plan of Merger has been approved by the unanimous written consent of the sole shareholders of each of PPHC and Services, each acting in accordance with applicable law.
3. Effectiveness. The effective date and time of the merger shall be at 11:59 p.m. on December 31, 2002.

**IN WITNESS WHEREOF, each of the undersigned corporations have caused these Articles of Merger to be executed in their respective names by their duly elected officers as of the 20th day of December, 2002.**

**PLEXUS PROPERTY HOLDING CORP.**

By:   
Daniel Gardner, Vice President

**PLEXUS SERVICES CORP.**

By: \_\_\_\_\_  
Dean A. Foate, President

IN WITNESS WHEREOF, each of the undersigned corporations have caused these Articles of Merger to be executed in their respective names by their duly elected officers as of the 20th day of December, 2002.

PLEXUS PROPERTY HOLDING CORP.


By: \_\_\_\_\_  
Daniel Gardner, Vice President

PLEXUS SERVICES CORP.

By:  \_\_\_\_\_  
Dean A. Foote, President

STATE OF COLORADO )  
 ) SS.  
Boulder COUNTY )

This instrument was acknowledged before me this 20<sup>th</sup> day of December, 2002 by Daniel Gardner as Vice President of Plexus Property Holding Corp., a Nevada corporation.

  
Notary Public, State of ~~Kentucky~~ Colorado  
My Commission expires: 11-13-03

STATE OF WISCONSIN )  
 ) SS.  
WINNEBAGO COUNTY )

This instrument was acknowledged before me this \_\_\_ day of December, 2002 by Dean A. Foate as President of Plexus Services Corp., a Nevada corporation.

\_\_\_\_\_  
Notary Public, State of Wisconsin  
My Commission: \_\_\_\_\_

This document was drafted by, and questions on it may be directed to:  
  
Kenneth V. Hallett  
Quarles & Brady LLP  
411 E. Wisconsin Ave.  
Milwaukee, WI 53202

STATE OF COLORADO )  
 ) SS.  
\_\_\_\_\_ COUNTY )

This instrument was acknowledged before me this \_\_\_ day of December, 2002 by Daniel Gardner as Vice President of Plexus Property Holding Corp., a Nevada corporation.

\_\_\_\_\_  
Notary Public, State of Colorado  
My Commission expires:\_\_\_\_\_

STATE OF WISCONSIN )  
 ) SS.  
WINNEBAGO COUNTY )

This instrument was acknowledged before me this 20<sup>th</sup> day of December, 2002 by Dean A. Foate as President of Plexus Services Corp., a Nevada corporation.

*Julie Ann Herste*  
Notary Public, State of Wisconsin  
My Commission: 7-4-04

This document was drafted by, and questions on it may be directed to:

Kenneth V. Hallett  
Quarles & Brady LLP  
411 E. Wisconsin Ave.  
Milwaukee, WI 53202

Exhibit A

**PLAN OF MERGER  
OF  
PLEXUS PROPERTY HOLDING CORP.  
INTO  
PLEXUS SERVICES CORP.**

THIS PLAN OF MERGER is made and adopted as of the 20th day of December, 2002 by Plexus Property Holding Corp. ("PPHC"), a Nevada corporation, and Plexus Services Corp. ("Services"), a Nevada corporation, all said corporations being sometimes referred to collectively as the "Constituent Corporations";

**RECITALS:**

WHEREAS, the Board of Directors of each of the Constituent Corporations deems it advisable for the general welfare and advantage of each of the Constituent Corporations and their respective shareholders that PPHC be merged into Services;

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

**ARTICLE I**

**MERGER; EFFECTIVE TIME**

At the Effective Time of the Merger (as hereinafter defined) the separate existence of PPHC shall cease and PPHC shall be merged into Services which shall be the surviving corporation (the "Surviving Corporation"), pursuant to Section 92A.120 of the Nevada Revised Statutes. The Effective Time of the Merger shall be as of 11:59 p.m. on December 31, 2002.

**ARTICLE II**

**CONVERSION AND EXCHANGE OF SHARES**

The manner of converting the shares of each of the Constituent Corporations shall be as follows:

2.1 PPHC Shares. Each share of stock of PPHC issued and outstanding or in the treasury of PPHC shall, at the Effective Time of the Merger, be retired and cancelled without consideration.

2.2 Services Shares. Each share of Common Stock of Services issued and outstanding or in the treasury of Services shall, at the Effective Time of the Merger, be automatically converted into one share of common stock of the Surviving Corporation without any action on the part of the holder thereof.



**ARTICLE III**

**ARTICLES OF INCORPORATION; BYLAWS;  
DIRECTORS AND OFFICERS**

3.1 The Articles of Incorporation and Bylaws of Services, as in effect immediately prior to the Effective Time of the Merger, shall remain the Articles of Incorporation and Bylaws of the Surviving Corporation until amended in accordance with law.

3.2 The duly qualified and acting directors and officers of Services immediately prior to the Effective Time of the Merger shall remain the directors and officers of the Surviving Corporation, to hold offices as provided in the Bylaws of the Surviving Corporation.

**ARTICLE IV**

**SHAREHOLDER APPROVAL**

4.1 This Plan of Merger shall be submitted for the approval of the shareholders of each of the Constituent Corporations as provided by the applicable laws of the State of Nevada.

4.2 If this Plan of Merger is duly adopted by the required votes of such shareholders and the Merger is not abandoned, Articles of Merger setting forth this Plan of Merger shall be executed and acknowledged in compliance with the provisions of applicable law and shall be filed with the Office of the Nevada Secretary of State, at such time as may be deemed appropriate by the officers of Services.

**ARTICLE V**

**TERMINATION AND ABANDONMENT**

At any time prior to the Effective Time of the Merger, this Plan of Merger may be terminated and abandoned by the Board of Directors of either of the Constituent Corporations. In the event of such termination and abandonment of this Plan, this Plan shall become void and of no effect.

**ARTICLE VI**

**MISCELLANEOUS**

6.1 The Surviving Corporation shall pay all expenses of carrying this Plan of Merger into effect and accomplishing the Merger.

6.2 If at any time, the Surviving Corporation shall consider or be advised that any further assignments or assurances in law are necessary or desirable to vest or to perfect or to confirm of record in the Surviving Corporation the title to any property or rights of PPHC, or otherwise to carry out the provisions hereof, the proper officers and directors of PPHC as of the Effective Time of the Merger shall execute and deliver any and all proper deeds, assignments and assurances in law, and do all things necessary or proper to vest, perfect or confirm title to such

property or rights in the Surviving Corporation, and otherwise to carry out the provisions of this Plan of Merger.

6.3 The Constituent Corporations intend this Plan of Merger to be a Plan of Reorganization within the meaning of Section 368 of the Internal Revenue Code of 1986, as amended.

**ARTICLE VII**  
**EFFECT OF MERGER**

The effect of the Merger shall be as provided in Section 92A.250 of the Nevada Revised Statutes.

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TOTAL P.09