

12-12-02

RECEIVED

12-13-2002

Docket No.:

Tab settings

To the Honorable Commissioner of Patents

102311059

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Filterfresh Corporation

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

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

3. Nature of conveyance:

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

Execution Date: 10/10/01

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

Name: Filterfresh Coffee Service, Inc.

Internal Address:

Street Address: 378 University Avenue

City: Westwood State: MA ZIP: 02090

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State of Delaware
☐ 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,253,647 2,322,376
1,396,073 2,376,785
1,586,561

Additional numbers

☐ Yes ☒ No

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

Name: Mark I. Feldman

Internal Address: Piper Rudnick

Street Address: 203 North LaSalle St.
Suite 1800

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved:.....

5

7. Total fee (37 CFR 3.41):.....\$ 140.00

- ☒ Enclosed
☒ Any deficiency
☒ Authorized to be charged to deposit account

8. Deposit account number:

18-2284

12/12/2002 TDIAZ1 00000148 1253647

DO NOT USE THIS SPACE

01 FC:8521
02 FC:8522

40.00 OP
100.00 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.

Mark I. Feldman

Name of Person Signing

Mark I. Feldman

Signature

11-21-02

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 002632 FRAME: 0328

Filterfresh Corporation

Written Action of the Board of Directors in Lieu of a Meeting

The undersigned, being the all of the members of the Board of Directors of Filterfresh Corporation, a Delaware corporation (the "Corporation"), and acting in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware and the Corporation's By-Laws, hereby consent to and adopt the following resolutions:

RESOLVED: That the Board of Directors of the Corporation deems it advisable and in the best interests of the Corporation that Advanced Brewing Systems, Inc., a Kansas corporation and an indirect subsidiary of the Corporation ("ABS"), be merged with and into Filterfresh Coffee Service, Inc., a Delaware corporation and direct subsidiary corporation of the Corporation ("FCS"),

RESOLVED: That the Corporation be and hereby is authorized to execute and deliver any and all documents necessary to effectuate the merger of ABS with and into FCS.

RESOLVED: That the Board of Directors of the Corporation deems it advisable and in the best interests of the Corporation and its sole stockholder that FCS be merged with and into the Corporation, that all of the estate, property, rights, privileges, powers and franchises of FCS be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by FCS in its name and that the Corporation assume all of the obligations of FCS.

RESOLVED: That the effective time (the "Effective Time") of the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be effective upon filing with the Secretary of State of the State of Delaware, and that, insofar as the General Corporation Law of the State of Delaware shall govern the same, said time shall be the Effective Time.

RESOLVED: That, it being in the best interests of the Corporation and its stockholders, that from and after the Effective Time, Article First of the Corporation's Certificate of Incorporation shall be amended to read: "ARTICLE FIRST: The name of the Corporation shall be Filterfresh Coffee Service, Inc."

RESOLVED: That the President or any officer designated by the President be, and acting singly hereby is, authorized and directed, in the name and on behalf of the Corporation, to execute and deliver (as required) any agreements, instruments and documents and to take any and all other action as they, or any of them, shall determine to be necessary or appropriate in order to effectuate the transaction contemplated by the foregoing resolutions, and the taking of any such action by any of them, shall be conclusive evidence that the same was authorized and ratified hereby.

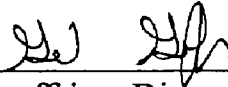
RESOLVED: That the President of the Corporation and any officer of the Corporation so designated by the President is authorized to execute and file all documents as may be necessary in connection with the proposed merger with any State and/or Federal agencies in order to effectuate said Agreement of Merger, including but not limited to all blue sky filings and a Certificate of Merger with the Secretary of State of the State of Delaware.

RESOLVED: That any and all prior acts of the officers of the Corporation and of any person or persons designated and authorized to act on behalf of the Corporation, which acts would have been authorized by the preceding resolutions but for the fact that such acts were taken prior to the adoption of the preceding resolutions, are hereby severally ratified, confirmed, approved and adopted as acts in the name and on behalf of the Corporation.

EXECUTED on the 10th day of October, 2001.



Christian Pouliot, Director



Gerard Geoffrion, Director