

12-24-2002

Form PTO-1594
(Rev. 10/02)
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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):

Media Logic, Inc.

12-3-02

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

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

2. Name and address of receiving party(ies)

Name: Media Logic USA, LLC

Internal

Address:

Street Address: 1520 Central Ave.

City: Albany State: NY Zip: 12205

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other New York Limited Liability Company

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 11/20/2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,023,241; 2,639,441

Additional number(s) attached Yes No

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

Name: Kathy Silberthau Strom

Internal Address: Cahill Gordon & Reindel

Street Address: 1990 K Street, NW

Suite 950

City: Washington State: DC Zip: 20006

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Kathy Silberthau Strom, Esq.

Name of Person Signing

Kathy Silberthau Strom
Signature

12/03/02

Date

Total number of pages including cover sheet, attachments, and document: 3

12/23/2002 6TON11 00000192 2023241

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

01 FC:0521
02 FC:0522

40.00 DP
25.00 OP

TRADEMARK
REEL: 002638 FRAME: 0833

CERTIFICATE OF MERGER

-of-

MEDIA LOGIC, INC.

-into-

MEDIA LOGIC USA, LLC

Under Section 1003 of the Limited Liability Company Law

The undersigned, for the purpose of merging Media Logic, Inc., a New York corporation (the "Corporation"), into Media Logic USA, LLC, a New York limited liability company (the "Company"), under Section 1003 of the New York Limited Liability Company Law, hereby certifies:

1. The name of the Corporation is Media Logic, Inc. The name under which the Corporation was formed is Medialogic, Inc. The name of the Company is Media Logic USA, LLC. The jurisdiction of formation for both the Corporation and the Company is the State of New York.

2. The Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of New York on July 13, 1984. The Articles of Organization of the Company were filed with the Secretary of State of the State of New York on October 28, 2002.

3. An Agreement of Merger has been approved and executed by each of the parties to the merger.

4. The name of the surviving entity shall be Media Logic USA, LLC.

5. The merger shall be effective on November 30, 2002.

6. No changes in the Articles of Organization of the Company, as the surviving entity in the merger, will be necessary by reason of the merger.

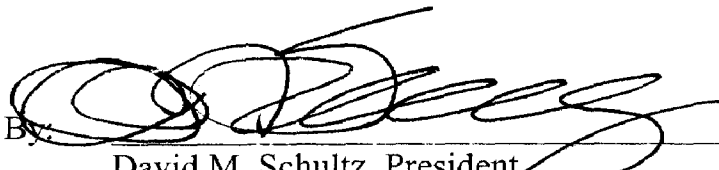
7. The Secretary of State of the State of New York is designated as the agent of the Company upon whom process against it may be served in any action or special proceeding, and the post office address to which the Secretary of State shall mail a copy of such process served upon him is: Media Logic USA, LLC, 1520 Central Avenue, Albany, New York 12205.

8. The Agreement of Merger is on file at the place of business of the Company, located at 1520 Central Avenue, Albany, New York 12205.


9. A copy of the Agreement of Merger will be furnished by the Company on request and without cost to any member of the Company, and to any person holding an interest in the Corporation.

IN WITNESS WHEREOF, this Certificate of Merger has been signed on the 20th day of November, 2002.

MEDIA LOGIC, INC.

By: 
David M. Schultz, President

MEDIA LOGIC USA, LLC

By: 
David M. Schultz, President

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