

12-30-2002

Form PTO-1594 (Adapted)
3-13-96



U.S. DEPARTMENT OF COMMERCE
Patent & Trademark Office

OFFICE 102323999

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

DEC 26 PM 2:56

1. Name of conveying party(ies):
 Rol-Lift Corporation

FINANCE SECTION
12-26-02

Individual Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies):
 Name: Long Reach Holdings, Inc.
 Address: 136 Main Street
 City Westport, CT 06880

Individual(s) citizenship United States
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 19, 1996

4(a). Trademark Application No.(s):
 Additional numbers attached? Yes No

4(b). Trademark Registration No.(s): 1,107,914
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name Christopher A. Holland
 Address: SMITH, GAMBRELL & RUSSELL, LLP
 Suite 3100, Promenade II
 1230 Peachtree Rd.
 Atlanta, Georgia 30309

6. Total number of applications and registrations involved: 1
 7. Total fee (37 CFR 3.41) enclosed: \$40

DO NOT USE THIS SPACE

8. 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

I certify that this correspondence is being deposited with the United States Postal Service by regular mail addressed to: Commissioner of Patents and Trademarks, Washington, DC 20231, on December 20, 2002.

Christopher A. Holland *Chris Holland* December 20, 2002
 Name of Person Signing Signature Date

Attorney Docket No: 043879.002 Total number of pages including cover sheet: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks
 Box Assignments
 Washington, DC 20231 LIT/790344.1

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CERTIFICATE OF OWNERSHIP AND MERGER

**Merging
ROL-LIFT CORPORATION
(a Delaware corporation)
into
LONG REACH HOLDINGS, INC.
(a Delaware corporation)**

(Pursuant to Section 253 of the General Corporation Law of the State of Delaware)
Long Reach Holdings, Inc. certifies that:

1. Long Reach Holdings, Inc., (the "Company") is a business corporation of the State of Delaware.
2. The Company owns all the outstanding shares of stock of Rol-Lift Corporation, which is a business corporation of the State of Delaware.
3. The Company hereby merges Rol-Lift Corporation into the Company.
4. The following is a copy of the Resolutions adopted on June 17, 1996 by the Board of Directors of the Company to merge the said Rol-Lift Corporation into the Company:

RESOLVED, that Rol-Lift Corporation be merged with and into the Company, and that all of the estate, property, rights, privileges and franchises of Rol-Lift Corporation shall vest in and be possessed by the Company as fully and entirely and without change or diminution as the same were before held and enjoyed by Rol-Lift Corporation in its name; and further

RESOLVED, that the Company assumes all the obligations of Rol-Lift Corporation; and further

RESOLVED, that the President or any Vice President and the Secretary or the Treasurer of the Company are hereby authorized and directed to make, execute and file, or cause to be made, executed and filed, in the name and on behalf of the Company, a Certificate of Ownership and Merger merging Rol-Lift Corporation with and into the Company, and any other documents prescribed by the laws of the State of Delaware; and further

RESOLVED, the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to prepare, revise, execute, acknowledge and deliver, and as applicable, file with government or regulatory authorities any and all notices, reports, certificates, schedules, exhibits, consents, forms, agreements, documents or instruments relating directly or indirectly to the merger of Rol-Lift Corporation with and into the Company and any related documents and to incur and pay such expenses (including without limitation accountants' and attorneys' fees), and to take any other actions they may deem necessary, advisable or convenient to carry out the purpose or intent of the foregoing resolutions and to consummate the merger; and further

RESOLVED, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be June 19, 1996, and that, insofar as the General Corporation Law of the State of Delaware shall govern the same, said time shall be the effective merger time.

The merger herein provided for shall be effective in the State of Delaware as of the 19th day of June 1996.

Executed on June 17, 1996.

LONG REACH HOLDINGS, INC.

By: *D.M. Buchanan*
D.M. Buchanan
President and Director

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