

01-13-2003  
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Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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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):  
B. Blumenthal & Co., Inc. *1-7-03*

Individual(s)                       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: Blumenthal / Lansing Company  
Internal Address: \_\_\_\_\_  
Street Address: One Palmer Terrace  
City: Carlstadt State: NJ Zip: 07072

Individual(s) citizenship \_\_\_\_\_  
 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  
 (Designations 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: 12/28/94

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) \_\_\_\_\_  
 \_\_\_\_\_

B. Trademark Registration No.(s) 0756485  
 \_\_\_\_\_

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Simon Bock, Esq.  
 Internal Address: Katten Muchin Zavis Rosenman  
 \_\_\_\_\_  
 Street Address: 575 Madison Avenue  
 \_\_\_\_\_  
 City: New York State: NY Zip: 10022-2585

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

7. Total fee (37 CFR 3.41)..... \$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
Katten Muchin Zavis Rosenman #50-1290

DO NOT USE THIS SPACE

9. Signature.  
Simon Bock  
 Name of Person Signing

*Simon Bock*  
 Signature

1/7/03  
 Date

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

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

01/13/2003 6TON11 00000001 501290 0756485  
 01 FC:8521 40.00 CH

TRADEMARK  
 REEL: 002647 FRAME: 0562

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 12/29/1994  
944258808 - 681117

**CERTIFICATE OF MERGER**

**OF**

**B. BLUMENTHAL & CO., INC.**

**AND**

**LANSING COMPANY, INC.**

**INTO**

**B. BLUMENTHAL & CO., INC.**

\*\*\*\*\*

The undersigned corporation

DOES HEREBY CERTIFY:

FIRST: That the name and the state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
B. Blumenthal & Co., Inc. ("Blumenthal NY")	New York
Lansing Company, Inc. ("Lansing")	Iowa
B. Blumenthal & Co., Inc. ("Blumenthal Del")	Delaware

SECOND: That a Plan and Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is B. Blumenthal & Co., Inc., a Delaware corporation and following the merger its name shall be Blumenthal/Lansing Company.

FOURTH: Article First of the Certificate of Incorporation of Blumenthal Del is amended as a consequence of the merger to read as follows:

"The name of the corporation is Blumenthal/Lansing Company."

In all other respects, the Certificate of Incorporation of Blumenthal Del as in effect immediately prior to the merger shall be and remain the Certificate of Incorporation of the surviving corporation until further change or amendment.

FIFTH: That the executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation, Blumenthal/Lansing Company, the address of which is: One Palmer Terrace, Carlstadt, New Jersey 07072.

SIXTH: That a copy of the Plan and Agreement of Merger will be furnished on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value Per Share</u>
Blumenthal NY	Common Stock	6,760	no par value
Lansing Company	Class A Common	3,199	\$1.00 par value


EIGHTH: That this Certificate of Merger shall be effective at 11:59 p.m. on December 31, 1994.

Dated: December 28<sup>M</sup>, 1994.

B. Blumenthal & Co., Inc.

By:   
Ralph Langer, President

ATTEST:

By:   
Winton J. Tolles, Secretary

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"B. BLUMENTHAL & CO., INC.", A NEW YORK CORPORATION,

"LANSING COMPANY, INC.", A IOWA CORPORATION,

WITH AND INTO "B. BLUMENTHAL & CO., INC." UNDER THE NAME OF "BLUMENTHAL/LANSING COMPANY", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1994, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

0681117 8100M

AUTHENTICATION: 2185720

030005760

DATE: 01-03-03

RECORDED: 01/07/2003

TRADEMARK  
REEL: 002647 FRAME: 0565