

01-21-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇨ ⇨ ⇨ ▼



102342339 ▼

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):

J. Howard & Associates, Inc.

1-15-03

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

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

3. Nature of conveyance:

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

Execution Date: 6/30/02

2. Name and address of receiving party(ies)

Name: Provant Performance Solutions, Inc.

Internal

Address: _____

Street Address: 75 North Maple Avenue

City: Ridgewood State: NJ Zip: 07450

- ☐ 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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

See Attached Schedule A

Additional number(s) attached ☒ Yes ☐ No

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

Name: Matthew D. Hanaghan

Internal Address: Nutter, McClennen & Fish, LLP

Street Address: World Trade Center West

155 Seaport Boulevard

City: Boston State: MA Zip: 02210

6. Total number of applications and registrations involved: _____

8

7. Total fee (37 CFR 3.41).....\$ 215

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

141449

DO NOT USE THIS SPACE

9. Signature.

Renee' Diana Sanft

Name of Person Signing

Signature

1/15/03

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

01/17/2003 ECOOPER 00000098 2374831

01 FC:8521
 02 FC:8522

40.00 DP
 175.00 DP

TRADEMARK
 REEL: 002652 FRAME: 0230

Schedule A

J. Howard & Associates, Inc. Trademark Registrations

Please record a Change of Name (from J. Howard & Associates, Inc. to Provant Performance Solutions, Inc.) for the following trademark registrations:

Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	
CROSSING THE LINE	2,374,831	August 8, 2000	Registered
CROSSING THE LINE	2,332,484	March 21, 2000	Registered
THE INCLUSION WORKSHOP: STRATEGIES FOR YOUR SUCCESS	2,424,567	January 30, 2001	Registered
THE INCLUSION WORKSHOP: STRATEGIES FOR YOUR SUCCESS	2,335,667	March 28, 2000	Registered
GETTING TO ZERO	2,343,241	April 18, 2000	Registered
WHAT TO DO ON MONDAY	2,424,568	January 30, 2001	Registered
WHAT TO DO ON MONDAY	2,335,666	March 28, 2000	Registered
GETTING TO ZERO	2,529,282	January 15, 2002	Registered

1182822.1

CERTIFICATE OF MERGER
OF
J. HOWARD & ASSOCIATES, INC.,
DECKER COMMUNICATIONS, INC.,
NOVATIONS GROUP, INC., and
BT.NOVATIONS, INC.
with and into
PROVANT VERTICAL MARKET SOLUTIONS, INC.

Provant Vertical Market Solutions, Inc., a corporation organized and existing under the Delaware General Corporation Law (the "DGCL"), hereby certifies pursuant to Section 251 of the DGCL as follows:

1. That the names of the constituent corporations to the merger are Provant Vertical Market Solutions, Inc., a corporation organized under the laws of the State of Delaware, J. Howard & Associates, Inc., a corporation organized under the laws of the State of Delaware, Decker Communications, Inc., a corporation organized under the laws of the State of Delaware, Novations Group, Inc., a corporation organized under the laws of the State of Delaware, and BT.Novations, Inc., a corporation organized under the laws of the State of Delaware.

2. That an Agreement and Plan of Merger (the "Merger Agreement") between the constituent corporations to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the DGCL.

3. That the surviving corporation in the merger is Provant Vertical Market Solutions, Inc. (the "Surviving Company").

4. That the Certificate of Incorporation of the Surviving Company shall be its Certificate of Incorporation, except that the Certificate of Incorporation of the Surviving Company shall be amended by deleting ARTICLE 1 in its entirety and by inserting the following in place thereof:

"ARTICLE 1. Name. The name of the corporation is Provant Performance Solutions, Inc."

5. That the effective date of the merger shall be 11:59 p.m. on June 30, 2002.

6. That the executed Merger Agreement is on file at an office of the Surviving Company located at 75 North Maple Avenue, Ridgewood, NJ 07450.

7. That the Surviving Company will furnish a copy of the Merger Agreement on request and without cost to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 28th day of June, 2002, and is being filed in accordance with Section 251 of the Delaware General Corporation Law by an authorized officer of the Surviving Company.

PROVANT VERTICAL MARKET SOLUTIONS, INC.

By: 
Norman G. Fornella, Vice President

1114844.1

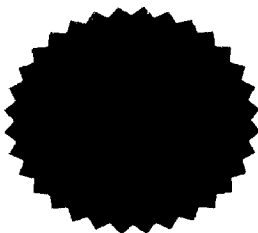
Delaware

PAGE 1

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 OF "PROVANT VERTICAL MARKET SOLUTIONS, INC.", CHANGING ITS NAME FROM "PROVANT VERTICAL MARKET SOLUTIONS, INC." TO "PROVANT PERFORMANCE SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2002, AT 12:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2002, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2190712

2969758 8100

030011734

DATE: 01-07-03

RECORDED: 01/15/2003

TRADEMARK
REEL: 002652 FRAME: 0234