

03-27-2003



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

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): 326.03
 BROOKS INDUSTRIES, INC., a Nevada corporation

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: MONROE KLINE COMPANY
 Internal Address: _____
 Street Address: 3830 Kelley Avenue
 City: Cleveland State: OH Zip: 44144

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of Michigan
 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

OFFICE OF PATENT RECORDS
2003 MAR 26 PM 12:01
FINANCE SECTION

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

Execution Date: 12/31/95

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

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 571,337
BOBBIE BROOKS (Script)


5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Diane Donnelly
 Internal Address: _____
von MALTITZ, DERENBERG, KUNIN, JANSSEN
& GIORDANO
 Street Address: 60 East 42nd Street, #4410
 City: New York State: NY Zip: 10165

6. Total number of applications and registrations involved: 1

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

8. Deposit account number:
22-0560

DO NOT USE THIS SPACE

9. Signature.
Diane Donnelly  March 21, 2003
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

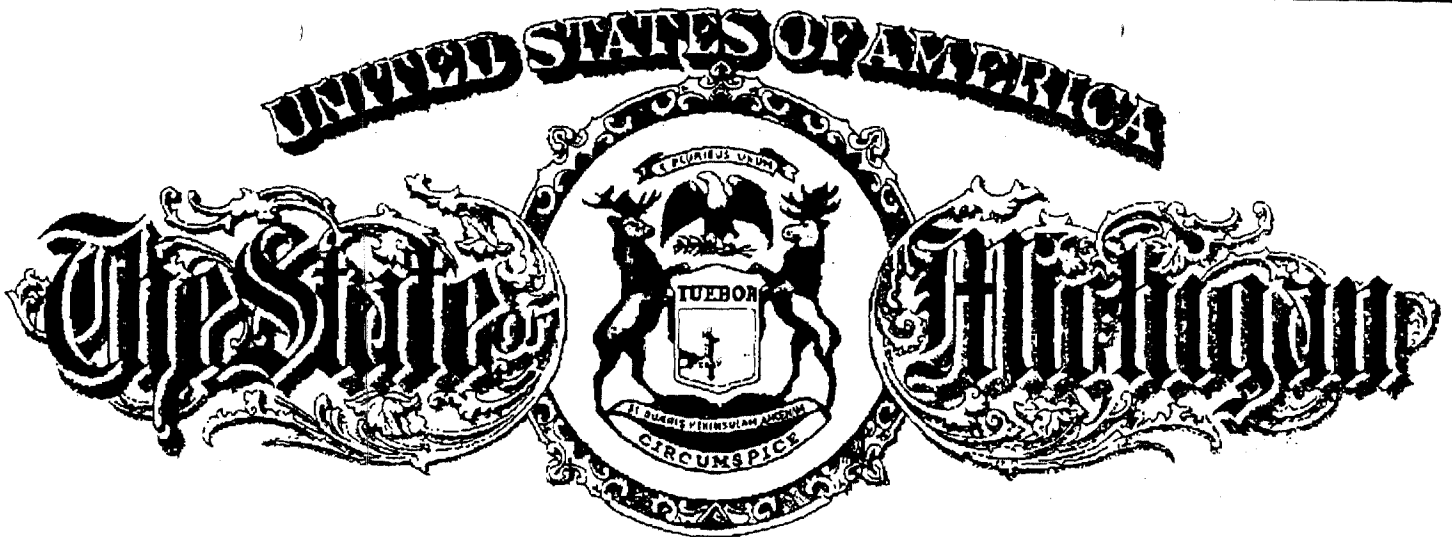
Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 13th day of August, 1999.

Julie Croll

, Director

172 0444265

Corporation, Securities and Land Development Bureau

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU		
Date Received DEC 15 1995		(FOR BUREAU USE ONLY)
		FILED DEC 20 1995
ADMINISTRATOR MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau		
EFFECTIVE DATE:		

Name Jay A. Goldblatt		
Address 3830 Kelley Avenue		
City Cleveland	State OH	Zip Code 44114

Document will be returned to the name and address you enter above.

CERTIFICATE OF MERGER

For use by Parent and Subsidiary Profit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Certificate:

1. a. The name of each constituent corporation and its identification number is:		
Brooks Industries, Inc.	-	[][][][][][]
Monroe Kline Company	-	3 8 3 - 6 2 4
b. The name of the surviving corporation and its identification number is:		
Monroe Kline Company	-	3 8 3 - 6 2 4
c. For each subsidiary corporation, state:		
Name of corporation	Number of outstanding shares in each class	Number of shares owned by the parent corporation in each class
Brooks Industries, Inc.	100 shares of Common Stock, without par value	100

km

d. The manner and basis of converting the shares of each constituent corporation is as follows:

Each outstanding share of Monroe Kline Company will remain outstanding after the merger. Monroe Kline Company owns all outstanding shares of Brooks Industries, Inc.; therefore, such shares will be cancelled in the merger.

e. The amendments to the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

None.

f. Other provisions with respect to the merger are as follows:

There is no change to the Articles, By-laws, officers or directors of Monroe Kline Company as a result of the merger.