

04-18-2003



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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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): The Store 24, Inc.

4-4-03

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

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

2. Name and address of receiving party(ies) Name: The Store 24 Companies, Inc.

Internal Address:

Street Address: 14 Howard Street

City: Rockland State: MA Zip: 02370

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State MA 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: December 5, 2002

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

A. Trademark Application No.(s) 76/303971

B. Trademark Registration No.(s) 2586229; 2260884; 2266833; 2097604; 2066158; 2057893; 1922289

Additional number(s) attached Yes No

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

Name: Leslie Arnold

Internal Address:

Street Address: Palmer & Dodge LLP

111 Huntington Ave.

City: Boston State: MA Zip: 02199

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) \$ 215.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Laura Marsden Name of Person Signing

[Signature] Signature

4/2/03 Date

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

04/17/2003 ECDOPER 00000216 76303971

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

01 FC:8521 40.00 OP 02 FC:8522 175.00 OP

TRADEMARK REEL: 002714 FRAME: 0626

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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

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054

ARTICLES OF \*CONSOLIDATION / \*MERGER
(General Laws, Chapter 156B, Section 78)

\*Consolidation / \*merger of

The Store 24, Inc.

5 The Store 24 Companies, Inc.

the constituent corporations, into

5 The Store 24 Companies, Inc.

\*a new corporation / \*one of the constituent corporations.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

- 1. An agreement of \*consolidation / \*merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 78, and will be kept as provided by Subsection (d) thereof. The \*resulting / \*surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.
2. The effective date of the \*consolidation / \*merger determined pursuant to the agreement of \*consolidation / \*merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing;

3. (For a merger)

\*\*The following amendments to the Articles of Organization of the surviving corporation have been effected pursuant to the agreement of merger:

Article III is deleted in its entirety and amended to read as follows:
Without Par Value Stocks

Table with 2 columns: TYPE, NUMBER OF SHARES. Row 1: COMMON, 200,000

- C
P
M
R.A.

\*Delete the inapplicable word. \*\*If there are no provisions state "None". Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated.

(For a consolidation)

(a) The purpose of the *resulting* corporation is to engage in the following business activities:

(b) State the total number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

\*\* (c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

\*\* (d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

\*\* (e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

\*\* If there are no provisions state "None".

4. The information contained in Item 4 is *not a permanent* part of the Articles of Organization of the ~~\*resulting~~ / \*surviving corporation.

(a) The street address of the ~~\*resulting~~ / \*surviving corporation in Massachusetts is: *(post office boxes are not acceptable)*

14 Howard Street, Rockland, MA 02370

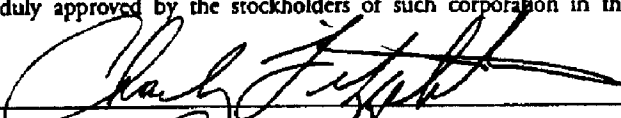
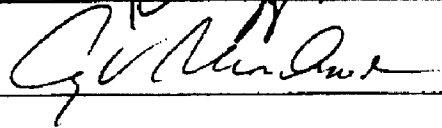
(b) The name, residential address, and post office address of each director and officer of the ~~\*resulting~~ / \*surviving corporation is:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Charles E. Fitzgibbons	59 Loring Dr., Norwell, MA 02061	Same
Treasurer:	Robert L. Tedeschi, Jr.	8 Ford's Crossing, Norwell, MA	Same
Clerk:	Eugene V. Blanchard	20 Old Mill Lane, Duxbury, MA	Same
Directors:	Charles E. Fitzgibbons	59 Loring Drive, Norwell, MA	Same
	Robert L. Tedeschi	8 Ford's Crossing, Norwell, MA	Same
	John F. Ransom	349 Ocean Street, Marshfield, MA	P.O. Box 421, Brant Rock, MA
	Raymond L. Tedeschi	49 Loring Dr., Norwell, MA 02061	Same
	Terrence C. Tedeschi	9 Barnswallow Lane, Duxbury, MA	Same



(c) The fiscal year (i.e. tax year) of the ~~\*resulting~~ / \*surviving corporation shall end on the ~~last day of the month of~~ Sunday following the last Saturday in December.

(d) The name and business address of the resident agent, if any, of the ~~\*resulting~~ / \*surviving corporation is:

The undersigned officers of the several constituent corporations listed above further state under the penalties of perjury as to their respective corporations that the agreement of ~~\*consolidation~~ / \*merger has been duly executed on behalf of such corporation and duly approved by the stockholders of such corporation in the manner required by General Laws, Chapter 156B, Section 78.

  
 \_\_\_\_\_, \*President / ~~\*Vice-President~~,  
  
 \_\_\_\_\_, \*Clerk / ~~\*Assistant-Clerk~~,

of The Store 24, Inc.  
*(Name of constituent corporation)*

  
 \_\_\_\_\_, \*President / ~~\*Vice-President~~,  
  
 \_\_\_\_\_, \*Clerk / ~~\*Assistant-Clerk~~,

of The Store 24 Companies, Inc.  
*(Name of constituent corporation)*

\*Delete the inapplicable words.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ~~\*CONSOLIDATION\*~~ \*MERGER

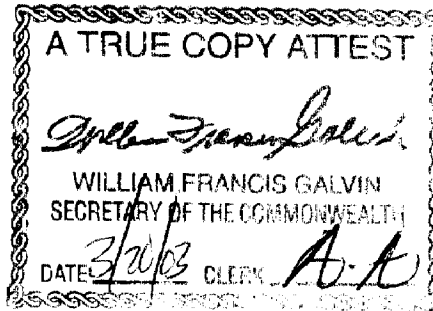
(General Laws, Chapter 156B, Section 78)

I hereby approve the within Articles of ~~\*Consolidation\*~~ \*Merger and, the filing fee in the amount of \$ 250, having been paid, said articles are deemed to have been filed with me this 5th day of December, 2002.

Effective date: \_\_\_\_\_

*William Francis Galvin*

WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*



TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

\_\_\_\_\_  
Eugene V. Blanchard, Esq.  
\_\_\_\_\_  
14 Howard Street  
\_\_\_\_\_  
Rockland, MA 02370  
\_\_\_\_\_  
Telephone: (781) 871-6900