

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

Tab settings

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

1. Name of conveying party(ies):

Peco, Inc.

- 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: 09/07/2000

2. Name and address of receiving party(ies)

Name: Peco Pallet, Inc.

Internal Address: #4 Penthouse

Street Address: 29 Wells Avenue

City: Yonkers State: NY Zip: 10701

- 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) 2,482,694

Additional number(s) attached Yes No

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

Name: Stephen M. Evans

Internal Address: c/o Graybeal Jackson Haley LLP

Street Address: 155 - 108th Ave. NE, Suite 350

City: Bellevue State: WA Zip: 98004-5973

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

071897

DO NOT USE THIS SPACE

9. Signature.

Stephen M. Evans

Name of Person Signing

Signature

29 October, 2003

Date

Total number of pages including cover sheet, attachments, and document: 4

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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Delaware

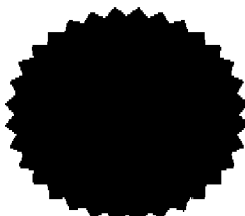
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The First State

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:

"PECO, INC.", A MINNESOTA CORPORATION,

WITH AND INTO "PECO PALLET, INC." UNDER THE NAME OF "PECO PALLET, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF SEPTEMBER, A.D. 2000, AT 12:45 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2504231

DATE: 06-30-03 TRADEMARK

REEL: 002739 FRAME: 0440

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 12:45 PM 09/07/2000
 001451568 - 3284161

CERTIFICATE OF MERGER

of

PECO, INC.
 (a Minnesota corporation)

into

PECO PALLET, INC.
 (a Delaware corporation)

Pursuant to Section 252(c) of the Delaware General Corporation Law (the "DGCL"), the undersigned corporations adopt the following Certificate of Merger:

Each of the constituent corporations to the merger is as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
PECO, Inc. ("PECO Minnesota")	Minnesota
PECO Pallet, Inc. ("PECO Delaware")	Delaware

1. The Plan of Merger dated as of September 7, 2000 (the "Plan of Merger"), has been approved, adopted, certified, executed and acknowledged by PECO Minnesota and PECO Delaware in accordance with Section 252(c) of the DGCL.
2. The name of the surviving corporation is PECO Pallet, Inc., a Delaware corporation.
3. The existing Certificate of Incorporation of PECO Delaware shall survive the merger.
4. The executed Plan of Merger is on file at 711 Executive Boulevard, Clarkstown Executive Park, Valley Cottage, NY 10989, which is the chief executive office of PECO Delaware.
5. Upon request, PECO Delaware will furnish, without cost, a copy of the Plan of Merger to any stockholder of PECO Delaware or PECO Minnesota.
6. The aggregate number of shares that PECO Minnesota has authority to issue is Sixteen Million (16,000,000) shares of Class A Common Stock, \$0.01 par value.

Date: As of September 7, 2000

PECO, INC.

By ~~MDT~~
Name: Michael D. Tebay
Title: President

Date: As of September 7, 2000

PECO PALLET, INC.

By ~~MDT~~
Name: Michael D. Tebay
Title: President