

05-30-2003



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

102460444  
**TRADEMARKS ONLY**

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):

Pet Appeal One, LLC

*5-28-03*

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 9/25/2002

2. Name and address of receiving party(ies)

Name: Pet Appeal, Inc.

Internal

Address: Building B

Street Address: 14340 S.E. Industrial Way

City: Clackamas State: OR Zip: 97015

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Oregon
- 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) 75/908,776

B. Trademark Registration No.(s) 2,678,524;

2,678,537; 2,530,440; 2,525,796

Additional number(s) attached  Yes  No

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

Name: Erich W. Merrill, Jr.

Internal Address:

Street Address: 111 S.W. Fifth Avenue

Suite 3400

City: Portland State: OR Zip: 97204

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

**DO NOT USE THIS SPACE**

9. Signature.

Erich W. Merrill, Jr.

Name of Person Signing

*Erich W. Merrill, Jr.*

Signature

*May 23, 2003*

Date

5

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

05/29/2003 ECDOPER 00000091 75908776

01 FC:0521  
02 FC:0522

40.00 OP  
100.00 OP

**TRADEMARK**  
**REEL: 002742 FRAME: 0408**

CERTIFICATE

# State of Oregon

OFFICE OF THE SECRETARY OF STATE  
Corporation Division

I, *BILL BRADBURY*, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

*That the attached copy of the  
Articles of  
Merger  
filed on  
September 25, 2002  
for  
PET APPEAL ONE, LLC  
merging with and into  
PET APPEAL, INC.  
is a true copy of the original document  
that has been filed with this office.*

*In Testimony Whereof, I have hereunto set  
my hand and affixed hereto the Seal of the  
State of Oregon.*

*BILL BRADBURY, Secretary of State*



By *Debra L. Virag*  
Debra L. Virag  
April 1, 2003

**ARTICLES OF MERGER OF**

**PET APPEAL, INC.**  
**(an Oregon corporation)**

**AND**

**PET APPEAL ONE, LLC**  
**(an Oregon limited liability company)**

3:29 PM 00042300  
**FILED** REG \$20.00  
**SEP 25 2002**  
OREGON  
SECRETARY OF STATE

The undersigned corporation, pursuant to Section 60.494 of the Oregon Business Corporation Act, hereby executes the following Articles of Merger.

**ARTICLE ONE**

The entities proposing to merge are Pet Appeal, Inc., an Oregon corporation ("Corporation"), and Pet Appeal One, LLC, an Oregon limited liability company ("LLC").

**ARTICLE TWO**

Corporation is the surviving entity in the merger.

**ARTICLE THREE**

A copy of the Agreement and Plan of Merger is attached hereto as Exhibit A (the "Agreement and Plan of Merger"). The Agreement and Plan of Merger was duly authorized and approved by each of the entities party to the merger.

*Ally*  
9/25

**ARTICLE FOUR**

Approval by the shareholders of Corporation of the Agreement and Plan of Merger was not required under Section 60.487 of the Oregon Business Corporation Act.

The Agreement and Plan of Merger was approved by the sole member and the manager of LLC.

**IN WITNESS WHEREOF**, the undersigned officer of Corporation has caused these Articles of Merger to be executed in its name as of the 24<sup>th</sup> day of September, 2002.

PET APPEAL, INC.

By

  
\_\_\_\_\_  
Brian Connolly  
President

Person to contact about this filing:

Name: Ewan W. Rose  
Address: Miller Nash LLP  
111 South West Fifth Avenue, Suite 3500  
Portland, OR 97204  
Telephone Number: (503) 224-5858  
Fax Number: (503) 224-0155

704705-99

**AGREEMENT AND PLAN OF MERGER**

**LLC:** Pet Appeal One, LLC, an Oregon limited liability company.  
**CORPORATION:** Pet Appeal, Inc., an Oregon corporation.  
**EFFECTIVE DATE:** September 24, 2002.

As of the first business day following the Effective Date, or any later date on which appropriate Articles of Merger are filed with the Oregon Secretary of State, LLC will merge with and into Corporation. Corporation will be the surviving business entity.

Upon the effectiveness of the merger, all of the membership interests in LLC will be cancelled and the shareholders of Corporation will continue as the shareholders of Corporation.

IN WITNESS WHEREOF, this Agreement and Plan of Merger has been executed as of the Effective Date.

**PET APPEAL ONE, LLC**

By: Karen M. Gunton  
Karen M. Gunton  
Manager

**PET APPEAL, INC.**

By: Brian Connolly  
Brian Connolly  
President

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