

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2006) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

RE

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

1. Name of conveying party(ies): Filekeepers, Inc.

7.28.03

- 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: 11/18/98

2. Name and address of receiving party(ies)

Name: File Keepers, LLC Internal Address:

Street Address: 318 N. Carson St., #208 City: Carson City State: NV Zip: 89701

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited liability company - Nevada

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) 1,407,085

Additional number(s) attached Yes No

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

Name: Rebecca B. Lederhouse

Internal Address:

Street Address: McDermott, Will & Emery

227 W. Monroe

City: Chicago State: IL Zip: 60606

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:

13-0206

DO NOT USE THIS SPACE

9. Signature.

Rebecca B. Lederhouse Name of Person Signing

Signature

7/28/03

Date

Total number of pages including cover sheet, attachments, and document: 6

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

PLAN AND AGREEMENT OF MERGER FEB -8 1999
ANI

DILL JONES, SECRETARY OF STATE

THIS PLAN AND AGREEMENT OF MERGER IS made and entered into as of November 18, 1998, pursuant to, and as applicable, California Corporations Code section 181 and Nevada Revised Statutes Chapter 92A, by and between FILE KEEPERS, LLC ("Surviving Company"), a Nevada Limited Liability Company, and FILEKEEPERS, INC., a California corporation ("Disappearing Corporation").

WHEREAS, Surviving Company and Disappearing Corporation wish to merge (the "Merger"), on the terms and conditions set forth in this Agreement.

NOW, THEREFORE, the parties to this Agreement agree as follows:

SECTION 1. Disappearing Corporation shall be merged into Surviving Company.

SECTION 2. The outstanding shares of Disappearing Corporation shall be canceled and no evidence of ownership interest in Surviving Company shall be issued in exchange for the shares of Disappearing Corporation.

SECTION 3. The ownership interests in Surviving Company shall not be affected by the Merger.

SECTION 4. Disappearing Corporation shall from time to time as and when requested by Surviving Company execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this Merger.

SECTION 5. The effect of the Merger and the effective date of the Merger shall be December 15, 1998 unless otherwise prescribed by law.

SECTION 6. Miscellaneous. (a) All communications, waivers, consents and notices required or permitted under the terms of this Agreement shall be in writing and shall be sent by certified mail, return receipt requested. The address to which communications, waivers, consents and notices shall be mailed to any party may be changed by such party by notice under this Agreement to the other parties to this Agreement.

(b) All prior agreements, contracts, promises, representations and statements, if any, entered into between the parties to this Agreement, or their representatives, merged into this Agreement and this Agreement shall constitute the entire understanding among and between the parties, and no waiver or modification of the terms of this Agreement shall be valid unless in writing by the party to be charged and only to the extent set forth in the writing.

(c) This Agreement shall be governed by, and construed in accordance with, the laws of the State of Nevada applicable to contracts made and to be performed in the State of Nevada without giving effect to the principles of conflicts of law of the State of Nevada.

(d) This Agreement shall be binding upon and inure to the benefit of the parties to this Agreement, their respective successors, representatives and assigns; provided, however, that this Agreement may not be assigned by any of the parties to this Agreement.

(e) This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute a single Agreement.

IN WITNESS WHEREOF each of the parties to this Agreement has executed this Agreement the day, month and year first above written.

FILE KEEPERS, LLC

By Thomas McGovern
President and Chief Executive Officer

By [Signature]
Secretary

FILEKEEPERS, INC.

By Thomas McGovern
President and Chief Executive Officer

By [Signature]
Secretary

CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER

Thomas P. McGovern and Mark A. Rosenthal certify that:

1. They are the president and secretary, respectively, of FILEKEEPERS, INC., a California corporation.
2. The Agreement of Merger in the form attached was duly approved by the Board of Directors and shareholders of the corporation.
3. The shareholder approval was by the holders of 100 percent of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding is 600.
5. We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: November 13, 1998

By Thomas McGovern
President

By Mark A. Rosenthal
Secretary



State of California
Secretary of State
Bill Jones

LIMITED LIABILITY COMPANY - CERTIFICATE OF MERGER
 WHEN COMPLETING FORM, PLEASE TYPE OR PRINT IN BLACK INK.

IMPORTANT - Read The Instructions On The Back Of This Form Before Completing.

THIS SPACE FOR FILING USE ONLY

1. Name of surviving entity: FILE KEEPERS, LLC	2. Type of entity: LLC	3. File number: 101998345077	4. Jurisdiction of organization: NEVADA
5. Name of disappearing entity: FILE KEEPERS, INC.	6. Type of entity: CORP.	7. File number: C0734482	8. Jurisdiction of organization: CALIFORNIA

9. If a vote was required pursuant to Section 17551 or Section 1200 et seq., enter each class entitled to vote and the percentage of vote required:

Surviving Entity		Disappearing Entity	
Each class entitled to vote	Percentage of vote required	Each class entitled to vote	Percentage of vote required
MEMBER	100%	COMMON STOCK	100%

10. The principal terms of the agreement of merger were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required.

IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, COMPLETE ITEM 11 AND PROCEED TO ITEM 14.

11. Requisite changes to the information set forth in the articles of organization of the surviving limited liability company resulting from the merger. Attach additional pages if necessary.

IF THE SURVIVING ENTITY IS A FOREIGN LIMITED LIABILITY COMPANY OR OTHER BUSINESS ENTITY, SKIP ITEM 11 AND COMPLETE ITEMS 12 THROUGH 15.

12. Principal business address of the surviving foreign limited liability company or other business entity:

Address: **318 N. CARSON ST. #208**

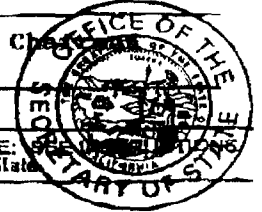
City: **CARSON CITY** State: **NEVADA** Zip Code: **89701**

13. Other information required to be stated in the certificate of merger pursuant to the laws under which each constituent other business entity was organized. Attach additional pages if necessary. **N/A**

14. Future effective date, if any: **N/A** 15. Number of pages attached, if any: **NONE**

16. I certify that the statements contained in this document are true and correct of my own knowledge. I declare that I am the person who is executing this instrument, which execution is my act and deed. Attach additional signature pages, if necessary.

 Signature of authorized person for the surviving entity PRESIDENT	Type of print name and title of person signing FILE KEEPERS, LLC By Raleigh Enterprises, Member
 Signature of authorized person for the surviving entity CHAIRMAN	Type of print name and title of person signing FILE KEEPERS, INC.
 Signature of authorized person for the disappearing entity CFO	Type of print name and title of person signing By George I. Rosenthal, Chairman By Anil Sharma, CFO



SEC/STATE (REV. 12/97)

FORM LLC-9 - FILING FEE: \$200.00
 Approved by Secretary of State

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 4 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

FEB 10 1999

Bill Jones

Secretary of State

