

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark OfficeRECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

## 1. Name of conveying party(ies):

B. Blumenthal &amp; Co., Inc. (New York corporation)

Lansing Company, Inc. (Iowa corporation)

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporations - New York & Iowa  
 Other

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

## 2. Name and Address of receiving party(ies)

Name: Blumenthal/Lansing Company

Address: One Palmer Terracc  
Carlstadt, NJ 07072

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Limited Liability Company (Delaware)

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

Effective Date: December 31, 1994

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

A. Trademark Application No.(s):

B. Trademark Registration No.(s): 0237163

Additional numbers attached?  Yes  No5. Name and address of party to whom correspondence  
concerning document should be mailed:

Hayley M. Smith  
Senior Legal Assistant  
Kirkland & Ellis  
153 East 53rd Street  
New York, NY 10022-4675  
Telephone (212) 446-4800  
Fax (212) 446-4900

## 6. Total number of applications and registrations involved:

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

 Enclosed To be Charged to Deposit Account

8. Deposit Account No. 111098

(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.*

Hayley M. Smith

Name of Person Signing

Hayley Smith  
SignatureFeb. 19, 2004  
Date

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

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

JAN. 23. 2004 5:37PM LANIER2

NO. 6655 P. 2

# Delaware

PAGE 1

*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:

"B. BLUMENTHAL & CO., INC.", A NEW YORK CORPORATION,

"LANSING COMPANY, INC.", A IOWA CORPORATION,

WITH AND INTO "B. BLUMENTHAL & CO., INC." UNDER THE NAME OF "BLUMENTHAL/LANSING COMPANY", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1994, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1994.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2869710

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DATE: 01-23-04

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JAN. 23. 2004 5:38PM LANIER2

NO. 6655 P. 3

DEC-29-94 THU 12:00 NCR PH# 734-1450

FAX NO. 3027341478

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STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 12/29/1994  
344258808 - 681177

CERTIFICATE OF MERGER

OF

B. BLUMENTHAL & CO., INC.

AND

LANSING COMPANY, INC.

INTO

B. BLUMENTHAL & CO., INC.

\*\*\*\*\*

The undersigned corporation

DOES HEREBY CERTIFY:

FIRST: That the name and the state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
B. Blumenthal & Co., Inc. ("Blumenthal NY")	New York
Lansing Company, Inc. ("Lansing")	Iowa
B. Blumenthal & Co., Inc. ("Blumenthal Del")	Delaware

SECOND: That a Plan and Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is B. Blumenthal & Co., Inc., a Delaware corporation and following the merger its name shall be Blumenthal/Lansing Company.

FOURTH: Article First of the Certificate of Incorporation of Blumenthal Del is amended as a consequence of the merger to read as follows:

"The name of the corporation is Blumenthal/Lansing Company."

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In all other respects, the Certificate of Incorporation of Blumenthal Dal as in effect immediately prior to the merger shall be and remain the Certificate of Incorporation of the surviving corporation until further change or amendment.

FIFTH: That the executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation, Blumenthal/Lansing Company, the address of which is: One Palmer Terrace, Carlstadt, New Jersey 07072.

SIXTH: That a copy of the Plan and Agreement of Merger will be furnished on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

Corporation	Class	Number of Shares	Par Value Per Share
Blumenthal NY	Common Stock	6,760	no par value
Lansing Company	Class A Common	3,199	\$1.00 par value

EIGHTH: That this Certificate of Merger shall be effective at 11:59 p.m. on December 31, 1994.

Dated: December 28<sup>th</sup>, 1994.

B. Blumenthal & Co., Inc.

By: Ralph Langer  
Ralph Langer, President

ATTEST:

By:

Winton J. Tolles, Secretary