

FORM PTO-1594 (Modified)  
1-31-92

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

1. Name of conveying party(ies):

Jetson Direct Mail Services, Inc.

2. Name and address of receiving party(ies):

JDM, Inc.  
100 Industrial Drive  
Hamburg, PA 19526

3. Nature of conveyance:

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

Execution Date: December 30, 2003

Effective Date: December 31, 2003

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Delaware
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached:  Yes;  No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

76/253255  
76/253253  
76/186034  
75/816038  
76/254331  
76/550556

B. Trademark Registration No.(s):

2772206  
2787950  
2691551  
2772205  
2772193  
2795433  
2785383

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

Jason I. Hewitt  
Attn: TMSU  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Avenue N.W.  
Washington, D.C. 20004

Telephone: 202-739-3000  
Facsimile: 202-739-3001  
E-Mail: jhewitt@morganlewis.com

6. Total number of applications and registrations involved: 13

7. Total fee (37 C.F.R. § 3.41) \$ 505

- Check enclosed.
- Authorized to charge fee (including any deficiencies) to deposit account.

8. Deposit account number:

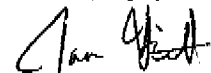
13-4520

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.

Jason I. Hewitt  
Name of Person Signing

  
Signature

February 27, 2004  
Date

Total number of pages including cover sheet, attachments and document: 9

OMB No. 0651-0011 (exp. 4/94)

CH \$340.00 134520 76253255

TRADEMARK

REEL: 002803 FRAME: 0179

700069098

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Articles/Certificate of Merger

(15 Pa.C.S.)

Entity Number

2786832

- Domestic Business Corporation (§ 1926)
- Domestic Nonprofit Corporation (§ 5926)
- Limited Partnership (§ 8547)

Name

Address

City

CT CORP-COUNTER

Document will be returned to the name and address you enter to the left.

Fee: \$108 plus \$28 additional for each Party in additional to two

Filed in the Department of State on

DEC 30 2003

*Pechu C. Cantas*

Secretary of the Commonwealth

D

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:

JDM, Inc. (formerly Jetweb, Inc.)

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
Industrial Drive, Hamburg, PA 19526,	Berks	PA		Berks

(b) Name of Commercial Registered Office Provider \_\_\_\_\_ County \_\_\_\_\_  
c/o \_\_\_\_\_

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of \_\_\_\_\_ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
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(b) Name of Commercial Registered Office Provider \_\_\_\_\_ County \_\_\_\_\_  
c/o \_\_\_\_\_

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of \_\_\_\_\_ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City
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THIS IS A TRUE COPY OF  
THE ORIGINAL SIGNED  
DOCUMENT FILED WITH  
THE DEPARTMENT OF STATE.

DSCB:15-1926/5926/8547-2

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
<u>Jetson Direct Mail Services, Inc.</u>	<u>Tilden Corporate Center, 100 Industrial Drive,</u>		
	<u>Rambling, PA 19526-9011, Berks County</u>		

4. Check, and if appropriate complete, one of the following:

The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

The plan of merger shall be effective on: December 31, 2003 at 11:59 p.m.

Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
<u>Jetweb, Inc.</u>	<u>Adopted by director and shareholder pursuant to 15 Pa.C.S. Section 1924(a).</u>
<u>Jetson Direct Mail Services, Inc.</u>	<u>Same manner of adoption as above.</u>

6. ~~Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger. The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.~~

7. Check, and if appropriate complete, one of the following:

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a party hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is:

Number and street	City	State	Zip	County

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IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Article/Certificate of Merger to be signed by a duly authorized officer thereof this

30th day of December,  
2003

JEKKEB, INC.  
Name of Corporation/Limited Partnership

[Signature]  
Signature

President  
Title

JETSON DIRECT MAIL SERVICES, INC.  
Name of Corporation/Limited Partnership

[Signature]  
Signature

CEO  
Title

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Exhibit A

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## PLAN OF MERGER

OF

JETSON DIRECT MAIL SERVICES, INC.  
(a Pennsylvania corporation)

WITH AND INTO

JETWEB, INC.  
(a Pennsylvania corporation)

PLAN OF MERGER (the "Plan of Merger"), dated as of December 30, 2003 by and between Jetson Direct Mail Services, Inc., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania ("JDM") and Jetweb, Inc., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania ("Jetweb"), with reference to the following recitals:

A. JDM is a corporation duly organized, validly existing and in good standing under the laws of the Commonwealth of Pennsylvania. The authorized capital stock of JDM consists of 1,000 shares of common stock with a par value of \$.01 per share (the "JDM Common Stock"). The 1,000 shares of the JDM Common Stock are divided between two series. Series A consists of 50 voting shares (the "JDM Series A Stock"). Series B consists of 950 non-voting shares (the "JDM Series B Stock").

B. Jetweb is a corporation duly organized, validly existing and in good standing under the laws of the Commonwealth of Pennsylvania. The authorized capital stock of Jetweb consists of 100,000 shares of common stock (the "Jetweb Common Stock"). The Jetweb Common Stock is divided between two series. Series A consists of voting shares (the "Jetweb Series A Stock"). Series B consists of non-voting shares (the "Jetweb Series B Stock").

C. The Board of Directors and the Shareholders of JDM and Jetweb have adopted resolutions approving this Plan of Merger in accordance with the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania (the "PBCL").

NOW, THEREFORE, the parties hereto, in consideration of the mutual covenants herein contained and intending to be legally bound, agree as follows:

1. Parties to Merger. JDM and Jetweb (such corporate parties to the merger being hereinafter sometimes collectively referred to as the "Constituent Corporations") shall effect a merger (the "Merger") in accordance with and subject to the terms and conditions of this Plan of Merger.

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2. **Merger; Service of Process.** At the Effective Time (as defined in Section 3 hereof), JDM shall be merged with and into Jetweb, which latter corporation shall change its name to "JDM, Inc.," and is hereinafter sometimes referred to as, the "Surviving Corporation". The Surviving Corporation, which shall continue to be governed by the laws of the Commonwealth of Pennsylvania, hereby agrees that it may be served with process in the Commonwealth of Pennsylvania in any proceeding for enforcement of any obligation of JDM, as well as for enforcement of any obligation of the Surviving Corporation arising from the merger. A copy of such process shall be mailed by the Secretary of the Commonwealth of Pennsylvania to the Surviving Corporation at 100 Industrial Drive, Hamburg, PA 19526.

3. **Filing and Effective Time.** Articles of Merger to be filed with the Secretary of the Commonwealth of Pennsylvania in accordance with Sections 1921(a) and 1926 of the PBCL shall be delivered to the appropriate state official for filing. The Merger shall become effective at 11:59 p.m. on December 31, 2003 (the "Effective Time").

4. **Articles of Incorporation.** At the Effective Time, the Articles of Incorporation of Jetweb shall be amended to reflect "JDM, Inc." as the new name of the Surviving Corporation and thereafter remain the Articles of Incorporation of the Surviving Corporation, until amended in accordance with applicable law. The Surviving Corporation shall continue to be a corporation organized and governed by the laws of the Commonwealth of Pennsylvania.

5. **Bylaws.** At the Effective Time, the Bylaws of Jetweb shall be and thereafter remain the Bylaws of the Surviving Corporation until altered, amended or repealed in the manner therein provided in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation and applicable law.

6. **Directors and Officers.** At the Effective Time, the directors and the officers of Jetweb shall be the directors and the officers of the Surviving Corporation; each such director and officer shall hold office until his resignation or removal, in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation and applicable law.

7. **Effect of Merger.** At the Effective Time, the Merger shall have the effect set forth in the PBCL.

8. **Further Assurances.** Each of the Constituent Corporations shall use their best efforts to take all action and to do all things necessary in order to consummate and make effective the actions contemplated in this Plan of Merger. If at any time the Surviving Corporation, or its successors or assigns, shall consider or be advised that any further assignments or assurances in law or any other acts are necessary or desirable to (a) vest, perfect or confirm, of record or otherwise, in the Surviving Corporation its rights, title or interest in, to or under any of the rights, properties or assets of JDM acquired or to be acquired by the Surviving Corporation as a result of, or in connection with, the merger, or (b) otherwise carry out the purposes of this Plan of Merger, JDM and its proper officers and directors shall be deemed to have granted to the Surviving Corporation an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to vest, perfect or

confirm title to and possession of such rights, properties or assets in the Surviving Corporation and otherwise to carry out the purposes of this Plan of Merger; and the proper officers and directors of the Surviving Corporation are fully authorized in the name of JDM or otherwise to take any and all such action.

9. **Capital Stock.** At the Effective Time, all of the issued and outstanding shares of JDM shall, by virtue of the Merger, and without any action on the part of the holder thereof, cease to be outstanding, shall be cancelled and retired without any payment of any consideration therefor and shall cease to exist. The shareholders of JDM, which are also the shareholders of Jetweb, shall receive value for the cancelled JDM shares through their ownership interest of the Surviving Corporation.

10. **Amendment or Termination.** Notwithstanding shareholder approval of this Plan of Merger, this Plan of Merger may be amended or terminated at any time on or before the Effective Date by agreement of the Boards of Directors of the Constituent Corporations.

11. **Counterparts.** This Plan of Merger may be executed in counterparts each of which shall be deemed an original and all of which together shall be considered one and the same agreement. The parties agree that a facsimile may be executed as an original.



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IN WITNESS WHEREOF, the parties hereto, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors and Shareholders, have duly executed this Plan of Merger as of the day and year first written above.

JETSON DIRECT MAIL SERVICES, INC.,  
a Pennsylvania corporation

By:   
Name: Vincent F. Cawsella  
Title: CEO

JETWEB, INC.,  
a Pennsylvania corporation

By:   
Name: Vincent F. Cawsella  
Title: President

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