

Attorney Docket No. M1065.20000US00:

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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

Form PTO-1694
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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

1. Name of conveying party(ies)
Marf-O-Gram, LLC

Individual(s) citizenship:
Other - Limited Liability Company

Additional name(s) of conveying party(ies) attached?

2. Name and address of receiving party(ies):
Name: Fusion, LLC
Internal Address:
Street Address: 87 Main Street
North Reading, MA 01864

Individual(s) citizenship:
Other - Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached.

(Designations must be a separate document from assignment.)
Additional name(s) & address(es) attached?

3. Nature of conveyance:
Merger
Execution Date: February 27, 2002

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

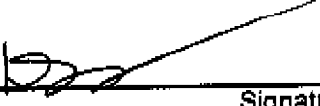
<p>A. Trademark Application No(s): 76/367285</p>	<p>B. Trademark Registration No(s):</p>
<p>Additional number(s) attached?</p>	

5. Name and address of party to whom correspondence concerning document should be mailed:
Douglas R. Wolf
Wolf, Greenfield & Sacks, P.C.
Federal Reserve Plaza
600 Atlantic Avenue
Boston, MA 02210

6. Total number of applications and registrations involved:	1
7. Total fee (37 CFR 3.41)	\$ 40.00
Commissioner is authorized to charge the fee to the account of the undersigned.	
8. Deposit account number:	23/2825

DO NOT USE THIS SPACE

9. Signature

Douglas R. Wolf		March 17, 2004
Name of Person Signing	Signature	Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:

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FEB 28 2002

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

CERTIFICATE OF MERGER
(Massachusetts General Laws, Chapter 156C, Section 61)

MARF-O-GRAM, LLC, a Delaware Limited Liability Company (Federal ID No. 04-3579967) with and into FUSION, LLC, a Massachusetts Limited Liability Company (Federal ID No. Applied for) (the "Constituent Companies").

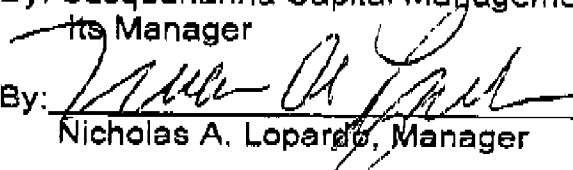
The undersigned Managers of each of the Constituent Companies, being authorized to execute and file this Certificate of Merger for the purpose of merging Marf-O-Gram, LLC with and into Fusion, LLC as the surviving entity (the "Merger"), each hereby certify under the penalties of perjury as follows:

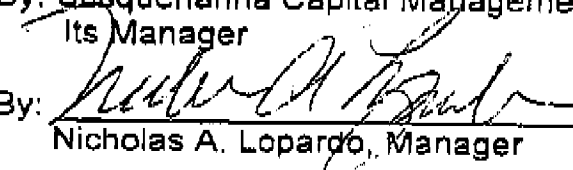
1. **Names and Offices of the Constituent Companies.** Marf-O-Gram, LLC and Fusion, LLC, each have a office located at 87 Main Street, North Reading, Massachusetts 01864.
2. **Date and Jurisdiction of Organization of the Constituent Companies.** Marf-O-Gram, LLC was organized on November 1, 2001 under the laws of The State of Delaware and Fusion, LLC was organized on February 6, 2002 under the laws of The Commonwealth of Massachusetts.
3. **Merger Duly Adopted.** The Merger has been duly adopted by Marf-O-Gram, LLC in compliance with the Delaware Limited Liability Company Act (6 Del. C. §18-101 through §18-1109) and the terms of that company's limited liability company agreement and by Fusion, LLC in compliance with the Massachusetts Limited Liability Company Act (M.G.L. c. 156C) and the terms of that company's operating agreement.
4. **Effective Date of the Merger.** The effective date of the Merger determined pursuant to the Agreement of Merger shall be the date of filing this Certificate of Merger.
5. **Agreement and Plan of Merger.**
 - (a) An Agreement and Plan of Merger (the "Merger Agreement") was adopted and approved by all requisite company action duly taken on behalf of Marf-O-Gram, LLC and on behalf of Fusion, LLC, respectively.
 - (b) A copy of the Merger Agreement will be kept on file at the offices of Fusion, LLC, 87 Main Street, North Reading, MA 01864.
 - (c) A copy of the Merger Agreement will be furnished by Fusion, LLC on request and without cost to any member of the Constituent Companies.

6. The Resulting Limited Liability Company.

- (a) **Manager.** The name and business address of the Manager of Fusion, LLC is as follows: Susquehanna Capital Management, LLC, 87 Main Street, North Reading, MA 01864.
- (b) **Execution of Documents.** The name and business address of each person other than the Manager, who is authorized to execute documents to be filed with the Corporations Division of the Office of the Secretary of The Commonwealth is as follows: Kristine H.P. Hung, Esquire, Masterman, Culbert & Tully LLC, One Lewis Wharf, Boston, MA 02110.
- (c) **Execution of Documents Relating to Real Property.** The name and business address of each person who is authorized to execute, acknowledge, deliver and record any recordable instrument on behalf of Fusion, LLC purporting to effect an interest in real property whether to be recorded with a Registry of Deeds or a District Office of the Land Court is as follows: Susquehanna Capital Management, LLC, 87 Main Street, North Reading, MA 01864.
- (d) **No Changes to Certificate of Organization.** No changes to the original Certificate of Organization of Fusion, LLC, filed with the Office of the Secretary of the Commonwealth on February 6, 2002 were effected by the Merger Agreement.

IN WITNESS WHEREOF, each of the undersigned has duly executed the Certificate of Merger under seal this 27th day of February, 2002.

Marf-O-Gram, LLC
 By: Susquehanna Capital Management, LLC,
 Its Manager
 By: 
 Nicholas A. Lopardo, Manager

Fusion, LLC
 By: Susquehanna Capital Management, LLC,
 Its Manager
 By: 
 Nicholas A. Lopardo, Manager