

10/14/03

11-07-2003

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



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

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

1. Name of conveying party(ies): The Red Calliope & Associates, Inc.
[ ] Individual(s) [ ] Association
[ ] General Partnership [ ] Limited Partnership
[X] Corporation-State
[ ] Other
Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies)
Name: Crown Crafts Infant Products, Inc.
Internal Address: PO Box 1028, Baton Rouge LA 70707
Street Address: 916 S. Burnside Avenue
City: Gonzales State: LA Zip: 70737
[ ] Individual(s) citizenship
[ ] Association
[ ] General Partnership
[ ] Limited Partnership
[X] Corporation-State
[ ] Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [X] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [X] No

3. Nature of conveyance:
[ ] Assignment [X] Merger
[ ] Security Agreement [ ] Change of Name
[ ] Other
Execution Date: 1-26-00

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) see attached
B. Trademark Registration No.(s)
Additional number(s) attached [X] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Roy, Kiesel, Keegan and DeNicola
Internal Address: P.O. Box 15928
Baton Rouge, LA 70895-5928
Street Address: 2355 Drusilla Lane
City: Baton Rouge State: LA Zip: 70809

6. Total number of applications and registrations involved: 6
7. Total fee (37 CFR 3.41) \$ 300.00
[X] Enclosed
[ ] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

Refund Ref: 11/06/2003 JJALLANE 0000132057

CHECK Refund Total: \$135.00
Neil J. Coig
Name of Person Signing

Signature

10/8/03
Date

Total number of pages including cover sheet, attachments, and document: 8

11/06/2003 JJALLANE 00000011 73493371

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

01 FC:0521 40.00 OP
02 FC:0522 125.00 OP

TRADEMARK REEL: 002858 FRAME: 0392

**Recordation Form Cover Sheet Attachment  
TRADEMARKS ONLY**

<b>Mark</b>	<b>Class(es)</b>	<b>Application No.</b>	<b>Filing Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
NO JO	020, 024	73/493,371	08-06-84	1,332,201	04-23-85
Little Bedding	022	73/774,746	01-17-89	1,551,991	08-15-89
Little Bedding	024	73/774,744	01-17-89	1,554,759	09-05-89
Little Bedding	020	73/774,743	01-17-89	1,556,872	09-19-89
The Red Calliope	027	73/688,011	10-05-87	1,519,931	01-10-89
Red Calliope	020, 021, 024	73/397,952	09-30-82	1,305,931	11-20-84

## CERTIFICATE OF MERGER

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of

NOEL JOANNA, INC., a California Corporation

and

THE RED CALLIOPE AND ASSOCIATES, INC., a California Corporation

with and into

CROWN CRAFTS INFANT PRODUCTS, INC., a Delaware Corporation

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### I.

The name and state of incorporation of each of the corporations which are parties to the merger is as follows: Noel Joanna, Inc., a California corporation ("NoJo"); The Red Calliope and Associates, Inc., a California corporation ("Red Calliope"); and Crown Crafts Infant Products, Inc., a Delaware corporation ("CCIP") (NoJo, Red Calliope and CCIP are hereinafter sometimes collectively referred to as the "Constituent Corporations").

### II.

An Agreement of Merger between the Constituent Corporations 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.

### III.

The name of the surviving corporation of the merger is Crown Crafts Infants Products, Inc., a Delaware corporation (hereinafter sometimes referred to as the "Surviving Corporation").

### IV.

The Certificate of Incorporation of the Surviving Corporation prior to the effectuation of the merger shall be the Certificate of Incorporation of the Surviving Corporation after the merger.

### V.

A copy of the executed Agreement of Merger is on file at the office of the Surviving Corporation, the address of which is 1600 RiverEdge Parkway, Suite 200, Atlanta, Georgia 30328.

### VI.

Certificate of Merger

A copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any of the Constituent Corporations.


VII.

The authorized capital stock of each Constituent Corporation that is a foreign corporation is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
NoJo	common	7,500	No par value
Red Calliope	common	2,500	No par value

IN WITNESS WHEREOF, this Certificate of Merger is executed as of the date first above written.

**CROWN CRAFTS INFANT PRODUCTS, INC., a Delaware corporation**

By:   
David S. Fraser, Vice President

Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"NOEL JOANNA, INC.", A CALIFORNIA CORPORATION,

"THE RED CALLIOPE AND ASSOCIATES, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "CROWN CRAFTS INFANT PRODUCTS, INC." UNDER THE NAME OF "CROWN CRAFTS INFANT PRODUCTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JANUARY, A.D. 2000, AT 8:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0230951

DATE: 02-01-00