

03-24-2004

Cutner & Associates, P.C.

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March 19, 2004

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I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450, Alexandria VA 22313-1450, on the date shown below:

Judith F. Burns Printed Name
Judith F. Burns Signature
March 19, 2004 Date

Re: Recordal of Merger
 Assignor: TORA ACQUISITION CORPORATION
 Assignee: THOMSON INC.
 Trademarks: Reg. No. 1,017,697 **DISCWASHER**
 Reg. No. 1,244,274 **AMBICO**
 Reg. No. 1,251,409 **RECOTON**
 Reg. No. 1,286,700 **DISCWASHER**
 Reg. No. 1,303,380 **RECOTON**
 Reg. No. 1,337,587 **DISCWASHER**
 Reg. No. 1,462,534 **SPIKEMASTER**
 Reg. No. 2,569,965 **RECOTON**
 Reg. No. 2,739,943 **RECOTON**
 Our Ref.: 1057-805

OFFICE OF PUBLIC RECORDS
 2004 MAR 22 PM 4:26
 FINANCE SECTION

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

Tora Acquisition Corporation, a corporation organized and existing under the laws of the State of Delaware.

03/23/2004 LMUELLER 00000074 1017697

01 FC:8521	40.00 DP
02 FC:8522	200.00 DP

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

Thomson Inc., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 10330 North Meridian Street, Indianapolis, Indiana 46290-1024, U.S.A.

3. Nature of conveyance:

Merger

Effective date: July 9, 2003

4. Trademark Registration Numbers:

Reg. No. 1,017,697	DISCWASHER
Reg. No. 1,244,274	AMBICO
Reg. No. 1,251,409	RECOTON
Reg. No. 1,286,700	DISCWASHER
Reg. No. 1,303,380	RECOTON
Reg. No. 1,337,587	DISCWASHER
Reg. No. 1,462,534	SPIKEMASTER
Reg. No. 2,569,965	RECOTON
Reg. No. 2,739,943	RECOTON

5. Please address all correspondence in this matter to:

David A. Cutner
Cutner & Associates, P.C.
641 Lexington Avenue
New York, New York 10022
(212) 759-1818

6. Total number of applications and registrations involved: 9

7. Total fee enclosed: \$240

8. Also enclosed is Certificate of first class mailing and an acknowledgment postcard.

Cutner & Associates, P.C.

9. 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.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael A. McDonough". The signature is fluid and cursive, with a prominent initial "M" and a long, sweeping tail.

Michael A. McDonough
Attorney for Applicant

MAM:jfb

Enclosures

Total number of pages comprising cover sheet: 3

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

TORA ACQUISITION CORPORATION

INTO

THOMSON INC.

Thomson Inc., a corporation organized and existing under the laws of Delaware, DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 20th day of October, 1987, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of Tora Acquisition Corporation, a corporation incorporated on the 2nd day of June, 2003, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the Board on the 25th day of June, 2003, determined to merge into itself said Tora Acquisition Corporation:

RESOLVED, that Thomson Inc. merge, and it hereby does merge into itself Tora Acquisition Corporation, and assumes all of its obligations;

FURTHER RESOLVED, that the merger shall be effective upon filing with the Secretary of State of Delaware; and

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Tora Acquisition Corporation and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger.

IN WITNESS WHEREOF, said Thomson Inc. has caused this Certificate to be signed by Charles M. Freeland, its Secretary, this 9th day of July, 2003.



By Charles M. Freeland
Secretary

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State of Delaware
Secretary of State
Division of Corporations
Delivered 07:21 PM 07/09/2003
FILED 06:53 PM 07/09/2003
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