

FORM PTO-1618
(Rev. 11/99)
OMB No. 0651-0011 (exp. 6/99)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

To the Honorable Commissioner for Patents and Trademarks: Please record the attached original document(s) or copy(ies).

1. Name of conveying party(ies):

Dynacraft LLC

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

Citizenship/State of Incorporation/Organization: Delaware
Additional name(s) of conveying party(ies) attached? Yes No

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

Name: **Dynacraft BSC, Inc.**

Street Address: 105 Chestnut Street
Suite 32
Needham, Massachusetts 02492

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other: _____

State of Incorporation/Organization: Massachusetts

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

Execution Date: July 14, 2004

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

A. Trademark Application No.(s)

78/359,484
78/425,349

ATTORNEY DOCKET NO.: 201149-9033 and 9035

B. Trademark Registrations No.(s)

Additional numbers attached? Yes No


5. Correspondent name and address:

MICHAEL BEST & FRIEDRICH LLP
Attorneys At Law
401 North Michigan Avenue, Suite 1900
Chicago, Illinois 60611-4212

Direct telephone calls to: Larry L. Saret
at telephone no. (312) 222-0800 or fax no. (312) 222-0818

CERTIFICATE OF FACSIMILE TRANSMISSION

I hereby certify that this document is being transmitted via facsimile to the Assignment Recordation Services of the U.S. Patent and Trademark Office via fax number 703-306-5995 on October 19, 2004

Date: 10-19-04

Dawn Terlig

6. Total number of properties involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed
- Authorized to be charged to deposit account
- Authorization to charge additional fees

8. Deposit Account Number - 50-1965

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. Charges to deposit account are authorized.

Larry L. Saret
Name of Person Signing


Signature

Oct-18, 2004
Date

Total Number of Pages, including cover sheet, attachments and documents: 4

nesday, July 14, 2004 12:04 PM

617-227-0178

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MA SOC Filing Number: 200476831030 Date: 07/14/2004 12:07 PM

**STATE OF MASSACHUSETTS
ARTICLES OF MERGER
MERGING DYNACRAFT LLC
INTO DYNACRAFT BSC, INC.**

Pursuant to the provisions of Section 11.06 of The Massachusetts Business Corporation Act (the "Act"), the undersigned execute the following Articles of Merger for the purpose of merging into Dynacraft BSC, Inc., a Massachusetts corporation, its subsidiary, Dynacraft LLC, a Delaware limited liability company not qualified to do business in Massachusetts.

1. The names of the entities participating in the merger and the states under the laws of which they are respectively organized, as well as their dates of organization, are as follows:

<u>Name of Entity</u>	<u>State of Organization</u>	<u>Date of Organization</u>
Dynacraft LLC	Delaware	8/10/2001
Dynacraft BSC, Inc., formerly Dynacraft Industries, Inc. [FEIN 04-2840636]	Massachusetts	9/7/1984

2. Dynacraft LLC is not qualified to do business in the commonwealth of Massachusetts.
3. The surviving entity is Dynacraft BSC, Inc.
4. The surviving entity will continue to be organized under the laws of Massachusetts.
5. The date and time that the articles of merger will be effective will be the date and time of filing.
6. The Agreement and Plan of Merger was duly approved by the shareholders of Dynacraft BSC, Inc. in the manner required by M.G.L. c. 156D and the articles of organization.
7. The participation of Dynacraft LLC was duly authorized by the law of Delaware and by its organization documents.
8. The articles of organization of Dynacraft BSC, Inc. will continue to be the articles of organization of the surviving entity without amendment thereto.

(Signature page follows)

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DYNACRAFT LLC

Jerome A. Berman
Jerome A. Berman, Manager

DYNACRAFT BSC, INC.

Jerome A. Berman
Jerome A. Berman, President

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THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:
July 14, 2004 12:07 PM



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth