

5/12/04

REC



SHEET

102747381

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

1. Name of conveying party(ies):

IBC, Inc.

Additional name(s) of conveying party(ies) attached? Yes No

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

Name: SNX Software, Inc.

Internal Address:

Street Address: 692 Tenth Street

City: Brooklyn ZIP: 11215

Country: US

Additional name(s) & address(es) attached? Yes No
Designation of Domestic Representative attached?

OFFICE OF PUBLIC RECORDS
2004 MAY 12 AM 9:10
FINANCE SECTION

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name

Other Corrective Assignment to correct Assignment, previously recorded at Reel/Frame 002793/0175 on February 13, 2004
Name change from registrant, Alan Lubow, Inc to SNX Software, Inc.

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

If this document is being filed together with a new application, the execution date of the application is _____.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,165,144
1,787,400
2,092,026

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Monica B. Richman

BROWN RAYSMAN MILLSTEIN FELDER & STEINER LLP

900 Third Avenue

New York, New York 10022

(212) 895-2000

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):..... \$.90.00

- Check enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 502312

(Attach duplicate copy of this page by deposit account)
Please charge any additional fees required, or credit any overpayment, to the above deposit account

05/17/2004 L QUILLER 00000094 502312 2165144

01 FC:8521 40.00 DA
02 FC:8522 50.00 DA

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

Monica B. Richman

05-12-04

Name of Person Signing

Signature

Date

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

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

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

**CERTIFICATE OF MERGER
OF
SNX SOFTWARE, INC.
(a Delaware corporation)
AND
ALLEN LUBOW, INC.
(a New York corporation)**

It is hereby certified that:

1. The name and state of incorporation of each of the constituent corporations in the merger is as follows:

<u>Name:</u>	<u>State of Incorporation:</u>
SNX Software, Inc.	Delaware
Allen Lubow, Inc.	New York

2. An agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Sections 141(f), 228(a) and 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is SNX Software, Inc., which will continue its existence as the surviving corporation.

4. The Certificate of Incorporation of SNX Software, Inc., filed on November 5, 2001, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed in accordance the provisions of the General Corporation Law of the State of Delaware.

5. The executed agreement of merger is on file at an office of the surviving corporation. The address of the office of the surviving corporation at which the agreement and plan of merger is filed is 692 10th Avenue, Brooklyn, New York 11215.

6. A copy of the agreement and plan of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

7. The authorized capital stock of Allen Lubow, Inc. is 200 shares, no par value.

Each of the aforesaid constituent corporations has caused this Certificate to be signed by its President, its authorized officer, on this 1st day of February, 2002.

SNX SOFTWARE, INC.

By: /s/ Allen Lubow
Allen Lubow, President

ALLEN LUBOW, INC.

By: /s/ Allen Lubow
Allen Lubow, President

Delaware

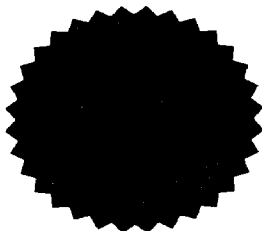
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The First State

I, HARRIET SMITH WINDSOR, 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:

"ALLEN LUBOW, INC.", A NEW YORK CORPORATION,
WITH AND INTO "SNX SOFTWARE, INC." UNDER THE NAME OF "SNX SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF FEBRUARY, A.D. 2002, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1597230

3453448 8100M

020075664

DATE: 02-05-02

RECORDED: 05/12/2004

TRADEMARK
REEL: 002969 FRAME: 0402