

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/22/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SCLP Acquisition Company		04/22/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Service Champ, Inc.
Street Address:	180 New Britain Boulevard
City:	Chalfont
State/Country:	PENNSYLVANIA
Postal Code:	18914
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2224297	SERVICE CHAMP

CORRESPONDENCE DATA

Fax Number: (202)223-2085
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-861-3900
 Email: dctrademarks@dlapiper.com
 Correspondent Name: Linda T. Makings
 Address Line 1: 1200 Nineteenth St., NW
 Address Line 4: WASHINGTON, DISTRICT OF COLUMBIA 20036

NAME OF SUBMITTER:	Linda T. Makings
Signature:	/Linda T. Makings/
Date:	04/28/2005

OP \$40.00 2224297

Total Attachments: 3
source=Image001#page1.tif
source=Image002#page1.tif
source=Image003#page1.tif

Delaware

PAGE 1

The First State

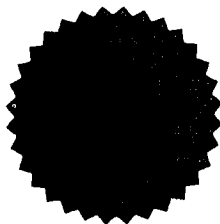
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SERVICE CHAMP II, L.P.", A DELAWARE LIMITED PARTNERSHIP, WITH AND INTO "SCLP ACQUISITION COMPANY" UNDER THE NAME OF "SERVICE CHAMP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF APRIL, A.D. 2005, AT 7:35 O'CLOCK P.M.

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

3953072 8100M

050329061



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3833366

DATE: 04-25-05

TRADEMARK
REEL: 003074 FRAME: 0481

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED PARTNERSHIP INTO
DOMESTIC CORPORATION**

April²²~~21~~, 2005

Pursuant to Title 8, Section 263 of the Delaware General Corporation Law and Title 6, Section 17-211 of the Delaware Limited Partnership Act, the undersigned corporation hereby executes the following Certificate of Merger:

FIRST: The name and jurisdiction of formation of each of the business entities which is a party to the merger are: SCLP Acquisition Company, a Delaware corporation and Service Champ II, L.P., a Delaware limited partnership.

SECOND: An agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the Delaware General Corporation Law and the Delaware Limited Partnership Act.

THIRD: The name of the surviving entity in the merger is SCLP Acquisition Company, which is hereby changed to Service Champ, Inc.

FOURTH: Article 1 of the Certificate of Incorporation of SCLP Acquisition Company is hereby amended to read as follows:

1. Name. The name of the corporation is Service Champ, Inc. (the "Corporation").

FIFTH: The executed agreement and plan of merger is on file at the principal place of business of the surviving entity at 180 New Britain Boulevard, Chalfont, PA 18914. A copy of the agreement and plan of merger will be furnished by the surviving entity, on request and without cost, to any partner or stockholder of the constituent entities.

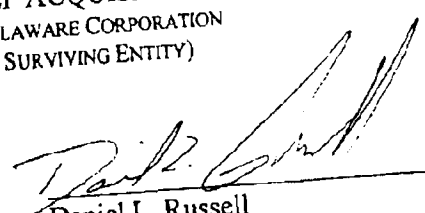
SIXTH: The Certificate of Incorporation of the surviving corporation, as amended in accordance with Article FOURTH hereof, shall be its Certificate of Incorporation.

{Signature appears on the following page.}

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:35 PM 04/22/2005
FILED 07:35 PM 04/22/2005
SRV 050329061 - 3953072 FILE

IN WITNESS WHEREOF, SCLP Acquisition Company has caused this Certificate of Merger to be signed by its duly authorized person as of the date first written above.

SCLP ACQUISITION COMPANY
A DELAWARE CORPORATION
(THE SURVIVING ENTITY)

By: 
Name: Daniel L. Russell
Title: President

SIGNATURE PAGE TO CERTIFICATE OF MERGER

WASH1:4668744
17295-127