Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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):

AllWall Technologies, Inc.

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State of **Delaware**
☐ Other

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

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

Name: **Art.com, Inc.**
Street Address: **10700 World Trade Blvd., Suite 100**
City: **Raleigh**
State: **North Carolina**
Zip: **27617**

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State of **Delaware**
☐ Other

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:

Document ID No.: 102872493

☐ Assignment ☒ Merger
☐ Security Agreement ☒ Change of Name
☐ Other

Execution Date: **June 30, 2003**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,422,582; 2,586,749; 2,828,648; 2,365,776; 2,396,011; 2,396,010; 2,569,675; 2,310,957 and 2,366,157

Additional number(s) attached? ☐Yes ☒No

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

Mitchell H. Stabbe, Esq.
Dow, Lohnes & Albertson P.L.L.C.
1200 New Hampshire Avenue, N.W.
Suite 800
Washington, DC 20036

Atty. Docket No.: **07933.0001**

6. Total number of applications and registrations involved: **9**

7. Total fee (37 CFR 3.41) **$215**

☐ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number (please charge any additional fees that may be required to the deposit account):

50-1699
(Attach duplicate copy of this page if paying by deposit account.)

CH $25.00 50169 2422582

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.

Mitchell H. Stabbe — Name of Person Signing

M. Richard H. Stabbe — Signature

May 6, 2005 — Date

Total number of pages including cover sheet, attachments, and document: 12

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

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

11-02-2004

102872493

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

10/18/04

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OCT 18 2004

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11/01/2004 MBETHUNE 00000079 501699 2422582
01 FC:8521 40.00 DP
02 FC:8522 25.00 DA 175.00 DP

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Mitchell H. Stabbe

Name of Person Signing | Signature | Date

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Washington, DC 20231

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Delaware

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 OWNERSHIP, WHICH MERGES:

"ART.COM, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ALLWALL TECHNOLOGIES, INC." UNDER THE NAME OF "ART.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2003, AT 2:05 O'CLOCK P.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

3378437 8100M

030430902

AUTHENTICATION: 2503620

DATE: [illegible]

06/30/03 13:10 FAX 919 821 6703 SMITH ANDERSON

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:15 PM 06/30/2003
FILED 02:05 PM 06/30/2003
SRV 030430902 - 3378437 FILE

ALLWALL TECHNOLOGIES, INC.
ART.COM, INC.

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER

Pursuant to Section 253 of the General Corporation Law of the State of Delaware, which permits the merger of subsidiaries of a corporation with and into a parent corporation where one of the corporations is organized and existing under the laws of Delaware, AllWall Technologies, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware, does hereby certify:

FIRST, that the Corporation was incorporated on the 6th day of April, 2001, pursuant to the General Corporation Law of the State of Delaware.

SECOND, that the Corporation owns all of the issued and outstanding shares of each class of capital stock of Art.com, Inc., a corporation incorporated on the 15th day of August, 2001, pursuant to the General Corporation Law of the State of Delaware (the "Subsidiary").

THIRD, that the Corporation, on June 30, 2003, by the unanimous written consent of its Board of Directors filed with the minutes of the Board of Directors, a copy of which is attached hereto as Attachment A, determined to, and hereby does, merge the Subsidiary into the Corporation.

FOURTH, that at the Effective Time of (as defined below) the merger, the name of the surviving corporation shall be Art.com, Inc.

FIFTH, that except as set forth in the preceding paragraph the Certificate of Incorporation and the Bylaws of the Corporation prior to the merger shall be the Certificate of Incorporation and the Bylaws of the Corporation after the merger without any change or amendment.

SIXTH, that the merger and the Certificate of Ownership and Merger shall be effective at the close of business on the 30th day of June, 2003 (the "Effective Time").

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REEL: 003114 FRAME: 0832

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Joshua Chodniewicz, its President, and attested by Michael J. Martson, its Secretary, who do hereby make this Certificate, hereby declaring, certifying and acknowledging under penalties of perjury that the facts herein stated are true and that this Certificate is their act and deed, and accordingly have hereunto set their hands, this the 30th day of June, 2003.

AllWall Technologies, Inc.

By: _____
Joshua Chodniewicz
President

ATTEST:

_____
Michael J. Martson
Secretary

[Corporate Seal]

#634667_2

ATTACHMENT A

CONSENT OF DIRECTORS OF ALLWALL TECHNOLOGIES, INC.

ATTACHMENT A

ALLWALL TECHNOLOGIES, INC.

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS TO ACTION WITHOUT A MEETING

WE, THE UNDERSIGNED, being all the members of the board of directors of AllWall Technologies, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware, do hereby adopt the following resolutions pursuant to Section 141 of the General Corporation Law of the State of Delaware as of June 30, 2003:

Merger of Art.com, Inc. with and into AllWall Technologies, Inc.

WHEREAS, the Corporation is the legal and beneficial owner of all the issued and outstanding shares of common stock of Art.com, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Corporation desires to merge the Subsidiary into itself pursuant to the provisions of Section 253 of the Delaware General Corporation Law;

NOW, THEREFORE, IT IS RESOLVED, that effective upon the Effective Time set forth in the filing of an appropriate Certificate of Ownership and Merger attaching a copy of these resolutions with the Secretary of State of Delaware, the Subsidiary shall merge with and into the Corporation which will assume all the obligations of the Subsidiary; and

RESOLVED, that the terms and conditions of the merger are as set forth in the Plan of Merger attached as Exhibit A; and

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized to make and execute, under the corporate seal of the Corporation, a Certificate of Ownership and Merger setting forth a copy of these resolutions providing for the merger of the Subsidiary into the Corporation, and the date of adoption thereof, and to file the same with the Secretary of State of Delaware; and

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized to do all acts and things, whatsoever, whether within or without the state of Delaware, which may be in any way necessary or appropriate to effect said merger including, without limitation, recording copies of appropriate filings with the Register of Deeds of counties in which the Subsidiary owns real property;

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Amendment to Bylaws

WHEREAS, pursuant to the Plan of Merger attached as Exhibit A the Corporation's name will change to "Art.com, Inc."; and

WHEREAS, Article X to the Corporation's by-laws (the "By-Laws") provides that the By-Laws may be altered, amended or repealed or new by-laws may be adopted by the board of directors when such power is conferred on the board of directors in the Corporation's certificate of incorporation and Article VI, Section 6.2, of the Corporation's certificate of incorporation provides that the By-Laws may be altered, amended or repealed or new by-laws may be adopted by the board of directors; and

WHEREAS, the board of directors desires to amend the By-Laws to reflect the change of the Corporation's name to "Art.com, Inc.";

NOW, THEREFORE, IT IS RESOLVED, that effective upon the Effective Time, the By-Laws are hereby amended to reflect the change of the Corporation's name to "Art.com, Inc." and the officers of the Corporation are hereby authorized to prepare amended and restated By-Laws to such effect; and

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized to do all acts and things, whatsoever, whether within or without the state of Delaware, which may be in any way necessary or appropriate to effect said merger including, without limitation, recording copies of appropriate filings with the Register of Deeds of counties in which the Subsidiary owns real property; and

This document is to be filed with the minutes of the Corporation, and the actions set forth in the foregoing resolutions shall have the same force and effect as if taken at a duly constituted meeting of the board of directors.

WITNESS the following signatures.

Joshua Chodniewicz, Director

Michael V. Marlson, Director

EXHIBIT A

PLAN OF MERGER

1. Art.com, Inc., a Delaware corporation, (the "Merging Corporation") is a wholly-owned subsidiary of AllWall Technologies, Inc. a Delaware corporation (the "Surviving Corporation").

2. The Merging Corporation will merge into the Surviving Corporation (the "Merger").

3. At the Effective Time, the Surviving Corporation will have the name Art.com, Inc.

4. The Merger of the Merging Corporation into the Surviving Corporation will be effected pursuant to the terms and conditions of this Plan. Upon the Merger becoming effective, the corporate existence of the Merging Corporation will cease, and the corporate existence of the Surviving Corporation will continue. The time when the Merger becomes effective is referred to in this Plan as the "Effective Time."

5. At the Effective Time, the outstanding shares of the corporations participating in the Merger will be converted and exchanged as follows:

(a) Surviving Corporation: The outstanding shares of the Surviving Corporation will not be converted, exchanged or altered in any manner as a result of the Merger and will remain outstanding as shares of the Surviving Corporation.

(b) Merging Corporation: Each outstanding share of the Merging Corporation shall be canceled as a result of the Merger.

6. Except as set forth in paragraph 3 above, the Certificate of Incorporation of the Surviving Corporation is not amended under this Plan.

7. After approval of this Plan by the Board of Directors of the Surviving Corporation, and at any time before the Merger's Effective Time, the Board of Directors of the Surviving Corporation may, in their discretion, abandon the merger.

8. The Surviving Corporation shall succeed to all of the rights, privileges, powers and franchises of the Merging Corporation; all property, real, personal and mixed of the Merging Corporation; all debts due to the Merging Corporation; all and every other interest in the Merging Corporation's property, and the title to any real estate vested by deed or otherwise in the Merging Corporation; all of the Merging Corporation's rights, title and interest in and to any and all condemnation or inverse condemnation proceeds, damages and settlement payments and to all the Merging Corporation's rights to prosecute any and all condemnation or inverse condemnation actions, suits or proceedings pending at the Effective Time; and all other effects of the Merger specified in the Delaware General Corporation Law shall result therefrom.