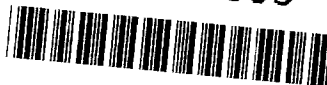


02-03-2005



To the Honorable Commissioner of Patents and Trademarks

102932276

nal documents or copy thereof.

1. Name of conveying party(ies):
Agfa Monotype Corporation

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

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

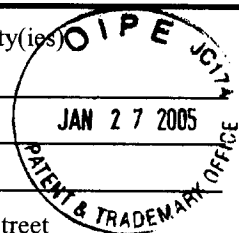
3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 5, 2004

2. Name and address of receiving party(ies)
Name: Monotype Imaging, Inc.
Internal Address: _____
Street Address: 200 Ballardvale Street
City: Wilmington State: Massachusetts Zip: 01887

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State 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



4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
See Appendix A

B. Trademark Registration No.(s)
See Appendix A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Breiner & Breiner, L.L.C.
Internal Address: _____
Street Address: 115 North Henry Street
P.O. Box 19290
City: Alexandria State: VA Zip: 22320-0290

6. Total number of applications and registrations involved: 34

7. Total fee (37 CFR 3.41).....\$ 865

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-3690 865E

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.

Theodore A. Breiner [Signature] January 27, 2005
Name of Person Signing Signature Date

Total number of pages including this cover sheet, attachments, and documents: 9

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

02/02/2005 ECOOPER 00000117 023690 2601516

01 FC:8521 40.00 DA
02 FC:8522 825.00 DA

APPENDIX A

A. United States Trademark Registrations

MARK	REG. NO.	DOCKET NO.
ALBANY	2,601,516	5882/TM
ALBANY	2,615,462	5675/TM
BOLI	2,885,015	5676/TM
CANDID	2,686,377	5665/TM
CUMBERLAND	2,567,581	5677/TM
ESQ	2,819,255	5981/TM
EUROFONT	2,295,880	4577/TM
FONTWISE	2,818,919	5776/TM
GARTH GRAPHIC	1,191,668	2864/TM
GARTH GRAPHIC	2,674,767	5660/TM
GOLD	2,478,360	5678/TM
INTELLIFONT	1,456,339	2865/TM
ITYPE	2,737,803	5334/TM
MICROTYPE	2,125,936	3537/TM
MONOTYPE	1,342,107	6347/TM
MT	2,686,378	5667/TM
PARMA	2,805,344	5680/TM
ROTIS	1,687,014	2559/TM
ROTIS	2,686,379	5700/TM
TAFFY	2,775,135	5666/TM
THE SOURCE FOR CREATIVE MINDS	2,484,859	4959/TM
THORNDALE	2,565,597	5760/TM
THORNDALE	2,570,268	5682/TM
TIDBITS	2,809,247	5855/TM
UFST	1,815,383	2838/TM
UTAH	2,440,715	5683/TM
WORLDTYPE	2,182,990	6098/TM

B. United States Trademark Pending Applications

MARK	SERIAL NO.	DOCKET NO.
CONTENT VALET	76/591,054	6260/TM
GRANITE	76/521,195	6072/TM
ITYPE	76/602,140	6334/TM
PROFILE STUDIO	76/599,079	6325/TM
SHEFFIELD	78/098,376	5681/TM
M (Stylized)	76/352,500	5679/TM
TOUCHSTONE	76/602,592	6338/TM

Delaware

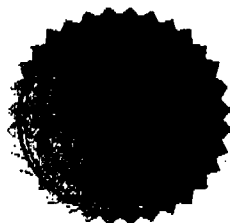
PAGE 1

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:

"IMAGING ACQUISITION CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "AGFA MONOTYPE CORPORATION" UNDER THE NAME OF "MONOTYPE IMAGING, 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 NOVEMBER, A.D. 2004, AT 3:18 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

3088431 8100M

040801036

AUTHENTICATION: 3462814

DATE: 11-08-04

TRADEMARK
REEL: 003115 FRAME: 0059

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:30 PM 11/05/2004
FILED 03:18 PM 11/05/2004
SRV 040801036 - 3088431 FILE

CERTIFICATE OF MERGER

MERGING

IMAGING ACQUISITION CORPORATION
a Delaware corporation

WITH AND INTO

AGFA MONOTYPE CORPORATION
a Delaware corporation

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law (the "DCGL"), the undersigned corporation hereby certifies as follows:

FIRST: That the names and states of incorporation of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Imaging Acquisition Corporation	Delaware
Agfa Monotype Corporation	Delaware

SECOND: That an Agreement and Plan of Merger dated as of November 3, 2004 between Imaging Acquisition Corporation, a Delaware corporation, and Agfa Monotype Corporation, a Delaware corporation (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the DGCL.

THIRD: That the name of the surviving corporation of the merger is Agfa Monotype Corporation.

FOURTH: That the existing certificate of incorporation of Agfa Monotype Corporation shall be amended by replacing it in its entirety with the certificate of incorporation set forth on Exhibit A to this certificate of merger, which shall be the certificate of incorporation of the surviving corporation.

FIFTH: That the executed Merger Agreement is on file at the place of business of the surviving corporation at 200 Ballardvale Street, Wilmington, MA 01887.

SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: That this certificate of merger shall be effective upon filing with the Secretary of State of the State of Delaware.

[The Remainder of This Page Has Been Intentionally Left Blank]

IN WITNESS WHEREOF, Agfa Monotype Corporation has caused this certificate of merger to be signed by a duly authorized officer on this 5th day of November, 2004.

AGFA MONOTYPE CORPORATION

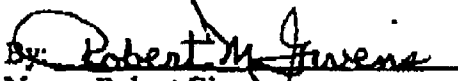
By: 
Name: Robert Givens
Title: President

Exhibit A

CERTIFICATE OF INCORPORATION

OF

MONOTYPE IMAGING, INC.

1. The name of the corporation is Monotype Imaging, Inc.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.
4. The total number of shares of stock that the corporation shall have authority to issue is 100 shares of Common Stock, per value \$0.01 per share.
5. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the corporation is expressly authorized to adopt, amend or repeal the by-laws of the corporation.
6. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.
7. A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is amended after the effective date of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law. No amendment, modification or repeal of this Article 7 shall adversely affect the rights and protection afforded to a director of the corporation under this Article 7 for acts or omissions occurring prior to such amendment, modification or repeal.

8. The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add or insert other provisions authorized by the laws of the State of Delaware at the time in force, in the manner now or hereafter prescribed by law, and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article 8.