

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/17/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Philadelphia Cervical Collar Co.		06/17/2005	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	Philadelphia Cervical Collar Co.
Street Address:	1414 Metropolitan Avenue
City:	Thorofare
State/Country:	NEW JERSEY
Postal Code:	08086
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Registration Number:	1236145	PHILADELPHIA CERVICAL COLLAR
Registration Number:	1869428	1/4
Registration Number:	1744386	PHILADELPHIA
Registration Number:	1951553	PHILLY
Registration Number:	2621743	EMT'S CHOICE
Registration Number:	2788885	PRO-FIT
Registration Number:	2711342	PATRIOT
Registration Number:	2875661	ATLAS
Registration Number:	2404035	A-SERIES
Registration Number:	2404036	BLOC-HEAD
Registration Number:	2425671	C-BREEZE
Registration Number:	2887669	C-LOC

CH \$340.00 1236145

Registration Number: 2937017 JUST COLLARS

**CORRESPONDENCE DATA**

Fax Number: (202)585-8080  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 202-585-8000  
Email: sfreedman@nixonpeabody.com  
Correspondent Name: Susan M. Freedman  
Address Line 1: 401 9th Street, N.W.  
Address Line 2: Suite 900  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	Susan M. Freedman
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Signature:	/Susan M. Freedman/
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Date:	07/28/2005
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Total Attachments: 4  
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# Delaware

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*The First State*

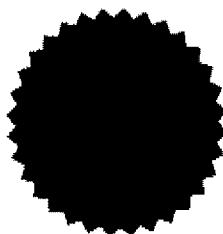
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PHILADELPHIA CERVICAL COLLAR CO." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PHILADELPHIA CERVICAL COLLAR CO." WAS INCORPORATED ON THE NINTH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

3975687 8300

050506942



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3958892

DATE: 06-17-05

TRADEMARK  
REEL: 003129 FRAME: 0627

# 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:

"CALABRESE INDUSTRIES, LLC", A NEW JERSEY LIMITED LIABILITY COMPANY,

"JUST COLLARS, LLC", A PENNSYLVANIA LIMITED LIABILITY COMPANY,

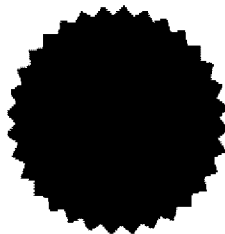
"PHILADELPHIA CERVICAL COLLAR CO.", A NEW JERSEY CORPORATION,

"QUALITY CARE SALES CO.", A PENNSYLVANIA CORPORATION,  
WITH AND INTO "PC COLLAR ACQUISITION, INC." UNDER THE NAME OF "PHILADELPHIA CERVICAL COLLAR CO.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF JUNE, A.D. 2005, AT 12:08 O'CLOCK P.M.

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

3975687 8100M

050506942



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3958891

DATE: 06-17-05

TRADEMARK  
REEL: 003129 FRAME: 0628

STATE OF DELAWARE  
CERTIFICATE OF MERGER  
OF  
PHILADELPHIA CERVICAL COLLAR CO.  
AND  
JUST COLLARS, LLC  
AND  
CALABRESE INDUSTRIES, LLC  
AND  
QUALITY CARE SALES CO.  
INTO  
PC COLLAR ACQUISITION, INC.

Pursuant to Title 8, Section 264 of the Delaware General Corporation Law, the undersigned hereby certifies that:

**FIRST:** The name of the constituent entities being merged into PC Collar Acquisition, Inc., a Delaware corporation, are Philadelphia Cervical Collar Co., a New Jersey corporation, Quality Care Sales Co., a Pennsylvania corporation, Just Collars, LLC, a Pennsylvania limited liability company, and Calabrese Industries, LLC, a New Jersey limited liability company.

**SECOND:** The Agreement and Plan of Merger was approved, adopted, certified, executed and acknowledged by each of the constituent entities pursuant to Title 8, 264 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is PC Collar Acquisition, Inc., a Delaware corporation (the "Surviving Corporation"), which shall herein be changed to "Philadelphia Cervical Collar Co.", and the Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.

**FOURTH:** That the Certificate of Incorporation of the Surviving Corporation shall be amended as follows:

- (a) Article 1, which sets forth the name of the corporation, is hereby deleted in its entirety and amended to read as follows:

"1. The name of the corporation is Philadelphia Cervical Collar Co."

**FIFTH:** The authorized stock and par value of the non-Delaware corporations are:

Philadelphia Cervical Collar Co. has 1,000 authorized shares of common stock, with a par value of \$1.00 per share.

Quality Care Sales Co. has 1,000 authorized shares of common stock, with a par value of \$.01 per share.

**SIXTH:** The merger shall become effective upon the filing of this Certificate of Merger by the Secretary of State of the State of Delaware.

**SEVENTH:** The Agreement and Plan of Merger is on file at the office of PC Collar Acquisition, Inc. at 1414 Metropolitan Avenue, Thorofare, New Jersey 08086.

**EIGHTH:** A copy of the Agreement and Plan of Merger will be furnished by PC Collar Acquisition, Inc. on request, without cost, to any stockholder of Philadelphia Cervical Collar Co. or Quality Care Sales Co., and any member of Just Collars, LLC or Calabrese Industries, LLC.

IN WITNESS WHEREOF, PC Collar Acquisition, Inc. has caused this certificate to be signed  
by an authorized officer on the 17<sup>th</sup> day of June, 2005, A.D.

PC COLLAR ACQUISITION, INC.

By: 

Jeffrey Lipsitz  
Title: President

RS3479.1