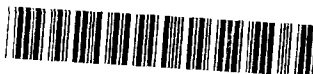


03-08-2005

RE

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To The Honorable Commissioner of Patents and Trademarks ed original documents or copy thereof

1. Name of conveying party(ies):
Fragomen and Associates, P.C.

Individual(s) Association
 General Partnership Limited Partnership

Corporation-State Minnesota
 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: June 19, 2004

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

Name: Fragomen, Del Rey, Bernsen & Loewy, LLC

Internal Address:

Street Address: 515 Madison Avenue

City: New York State: NY

Zip: 10022

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Company - Delaware

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 patent number(s):

A. Trademark Application No(s).
75/789660
75/789658

B. Trademark Registration No(s).

Additional numbers attached? Yes No

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

Name: Robert M. Kunstadt, Esq.
R. KUNSTADT, P.C.
Street Address: 729 Seventh Avenue
New York, NY 10019

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)..... \$ 65
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

OPR/FINANCE
MAR -3 AM 9:57

03/07/2005 6TON11 00000116 75789660

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02 FC:8522

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25.00 OP

3.3-05

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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.

Robert M. Kunstadt, Esq.
Name of Person Signing


Signature

3/3/05
Date

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
Director of the USPTO
P.O. Box 1450
Alexandria, VA 22313-1450

Delaware

PAGE 1

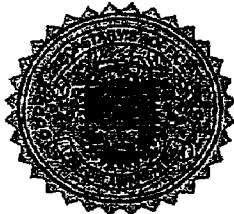
The First State

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:

"FRAGOMEN AND ASSOCIATES, P.C.", A MINNESOTA CORPORATION, WITH AND INTO "FRAGOMEN, DEL REY, BERNSSEN & LOEWY, LLC" UNDER THE NAME OF "FRAGOMEN, DEL REY, BERNSSEN & LOEWY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2004, AT 5:16 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2004, AT 11 O'CLOCK P.M.

2



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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040480490

AUTHENTICATION: 3204757

DATE: 06-29-04

TRADEMARK
REEL: 003130 FRAME: 0875

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:16 PM 06/29/2004
FILED 05:16 PM 06/29/2004
SERV 040480490 - 3812953 FILE

CERTIFICATE OF MERGER

OF

FRAGOMEN AND ASSOCIATES, P.C.

INTO

FRAGOMEN, DEL REY, BERNSEN & LOEWY, LLC

Pursuant to Title 6, Section 18-209 of the Delaware Code, the undersigned surviving limited liability company submits the following Certificate of Merger for filing and certifies that:

1. The name and jurisdiction of formation or organization of each of the domestic limited liability company and other business entity which are to merge is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fragomen and Associates, P.C.	Minnesota
Fragomen, Del Rey, Bernsen & Loewy, LLC	Delaware

2. An agreement of merger has been approved and executed by each of the domestic limited liability company and the other business entity which are to merge.

3. The name of the surviving limited liability company is Fragomen, Del Rey, Bernsen & Loewy, LLC.

4. The merger shall become effective at 11:00 p.m. Eastern Time June 30, 2004.

5. The agreement of merger is on file at a place of business of Fragomen, Del Rey, Bernsen & Loewy, LLC, which is located at 515 Madison Avenue, New York, New York 10022.

6. A copy of the agreement of merger will be furnished by Fragomen, Del Rey, Bernsen & Loewy, LLC, on request and without cost, to any member of the domestic limited liability company or any person holding an interest in the other business entity which is to merge.

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IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 19 day of June, 2004, and is being filed in accordance with the agreement of merger by an authorized person of Fragomen, Del Rey, Bernsen & Loewy, LLC.

FRAGOMEN, DEL REY, BERNSEN & LOEWY, LLC

By: *[Signature]*
Cynthia I. Lange
Authorized Person