

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Minolta Consumer Imaging, Inc.		10/01/2003	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Konica Minolta Photo Imaging U.S.A., Inc.
Street Address:	725 Darington Avenue
City:	Mahwah
State/Country:	NEW JERSEY
Postal Code:	07430
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1375610	MAXXUM

CORRESPONDENCE DATA

Fax Number: (312)321-4299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312.321.4200
 Email: evalenzona@brinkshofer.com
 Correspondent Name: Elisa M. Valenzona
 Address Line 1: P.O. Box 10395
 Address Line 4: Chicago, ILLINOIS 60610

ATTORNEY DOCKET NUMBER:	3706-206
NAME OF SUBMITTER:	Elisa M. Valenzona
Signature:	/emv/

CH \$40.00 1375610

Date:

08/07/2006

Total Attachments: 9

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MINOLTA CONSUMER IMAGING, INC.
CONSENT OF THE BOARD OF DIRECTORS
TO ACTION IN LIEU OF MEETING

Pursuant to Article 14A:6-7 of the New Jersey Business Corporation Act, the undersigned, constituting the entire Board of Directors of Minolta Consumer Imaging, Inc., a New Jersey corporation (the "Corporation"), do hereby consent to the adoption of the following resolutions:

WHEREAS, the Board of Directors of this Corporation deems it to be in the best interest of this Corporation to merge with and into Konica Minolta Photo Imaging U.S.A., Inc., a Pennsylvania corporation;

NOW, THEREFORE, be it

RESOLVED, that the Board of Directors of this Corporation does hereby adopt and approve a merger of this Corporation with and into Konica Minolta Photo Imaging U.S.A., Inc. pursuant to the terms of a Plan and Agreement of Merger in the form of Exhibit A annexed hereto (the "Plan"); and it be

FURTHER RESOLVED, that the Board of Directors of this Corporation hereby submits said Plan to the shareholder and recommends that the shareholder approve said plan; and it be

FURTHER RESOLVED, that the appropriate officers and employees of this Corporation be, and each of them hereby are, authorized and empowered to execute, deliver and file, in the name and on behalf of this Corporation, a Certificate of Merger and such other documents and instruments and take such other and further action as they, or any of them deem necessary and appropriate to effectuate the merger described in the Plan.

IN WITNESS WHEREOF, the undersigned has executed this written consent as of the 1st day of October, 2003.



Hideki Okamura

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EXHIBIT A

TRADEMARK

REEL: 003363 FRAME: 0692

PLAN AND AGREEMENT OF MERGER

PLAN AND AGREEMENT OF MERGER approved on October 1, 2003 by Minolta Consumer Imaging, Inc. (hereinafter "MCI"), a business corporation organized under the laws of the State of New Jersey, and by its Board of Directors on said date, and approved on October 1, 2003 by Konica Minolta Photo Imaging U.S.A., Inc. (hereinafter "KMPI"), a business corporation organized under the laws of the State of Pennsylvania, and by its Board of Directors on said date.

1. MCI and KMPI shall, pursuant to the provisions of the New Jersey Business Corporation Act and pursuant to the provisions of Title 15 of the Pennsylvania Consolidated Statutes, be merged with and into a single corporation, to wit, KMPI, which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation" and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of title 15 of the Pennsylvania Consolidated Statutes. The separate existence of MCI shall cease upon the effective date of the merger in accordance with the provisions of the New Jersey Business Corporation Act.

2. The Certificate of Incorporation of KMPI upon the effective date of the merger shall be the Certificate of Incorporation of said surviving corporation and said Certificate of Incorporation shall continue in full force and effect until amended in the manner prescribed by the provisions of Title 15 of the Pennsylvania Consolidated Statutes.

3. The by-laws of KMPI upon the effective date of the merger will be the by-laws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of Title 15 of the Pennsylvania Consolidated Statutes.

4. The directors and officers in office of KMPI upon the effective date of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each issued share of MCI shall not be converted in any manner, but each said share which is issued as of the effective date of merger shall be surrendered and extinguished without consideration.

6. The issued shares of KMPI shall not be converted in any manner, but each share which is issued as of the effective date of the merger shall continue to represent one issued share of KMPI.

7. The Plan and Agreement of Merger herein made and approved shall be submitted to the shareholder of MCI for its approval or rejection in the manner prescribed by the provisions of the New Jersey Business Corporation Act and to the shareholder of KMPI for its approval or rejection in the manner prescribed by the provisions of Title 15 of the Pennsylvania Consolidated Statutes.

8. In the event that the Plan and Agreement of Merger has been approved by the shareholder of both MCI and KMPI and authorized by its duly adopted resolutions, MCI and KMPI hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the Laws of the State of New Jersey and of the Commonwealth of Pennsylvania, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

9. The Board of Directors and the proper officers of MCI and KMPI respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or of the merger herein provided for.

10. The effective date of the merger herein provided shall be the close of business October 1, 2003.

11. The merger may be abandoned at any time prior to the time the merger shall become effective. Such abandonment must be approved by the shareholder of either MCI or KMPI in the manner prescribed by the laws of the jurisdiction of organization of the corporation authorizing the abandonment.

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KONICA MINOLTA PHOTO IMAGING U.S.A., INC.

ACTION OF THE SOLE SHAREHOLDER BY CONSENT IN WRITING
PURSUANT TO THE PROVISIONS OF SECTION 1766
OF THE PENNSYLVANIA BUSINESS CORPORATION LAW OF 1988

The undersigned, being the sole Shareholder of Konica Minolta Photo Imaging U.S.A., Inc., a Pennsylvania corporation, does hereby consent to the adoption of the following Preambles and Resolution to the same extent as though such action had been authorized at a Special Meeting of the Shareholders of this Corporation held pursuant to notice:

WHEREAS, the Board of Directors of this Corporation has approved a merger pursuant to the terms and provisions set forth in a certain plan and agreement of merger, a copy of which is attached hereto and made a part hereof (the "Plan of Merger"), whereby Minolta Consumer Imaging, Inc., a New Jersey corporation, will be merged with and into this Corporation, with this Corporation to be the survivor of such merger; and

WHEREAS, the Plan of Merger has been presented to this Corporation's sole Shareholder for consideration, approval and adoption.

NOW, THEREFORE, BE IT RESOLVED, that the Plan of Merger be and it hereby is approved and adopted by the sole Shareholder of this Corporation.

KONICA MINOLTA HOLDINGS U.S.A., INC. .

By: 

Hideki Okamura, President

Dated: October 1, 2003

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REEL: 003363 FRAME: 0695

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

**Articles/Certificate of Merger
(15 Pa.C.S.)**

Entity Number
194280

- Domestic Business Corporation (§ 1926)
 Domestic Nonprofit Corporation (§ 5926)
 Limited Partnership (§ 8547)

Name
MARK G. MCCREARY, FOX ROTHSCHILD LLP
 Address
2000 MARKET STREET, TENTH FLOOR
 City State Zip Code
PHILADELPHIA, PA 19103

Document will be returned to the name and address you enter to the left.



Fee: \$108 plus \$28 additional for each Party in additional to two

Filed in the Department of State on _____

Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
KONICA MINOLTA PHOTO IMAGING U.S.A., INC.

2. Check and complete one of the following:

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
2000 MARKET STREET, TENTH FLOOR,	PHILADELPHIA,	PA	19103	PHILADELPHIA

(b) Name of Commercial Registered Office Provider _____ County _____
 c/o N/A

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County

(b) Name of Commercial Registered Office Provider _____ County _____
 c/o

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip

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REEL: 003363 FRAME: 0696

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
N/A			

4. Check, and if appropriate complete, one of the following:

The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

The plan of merger shall be effective on: October 1, 2003 at _____

Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name	Manner of Adoption
KONICA MINOLTA PHOTO IMAGING U.S.A., INC.	ADOPTED BY THE DIRECTORS AND SHAREHOLDERS
PURSUANT TO 15 Pa.C.S. § 1924(a)	

6. Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger.

The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation _____ party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a party hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is.

Number and street	City	State	Zip	County

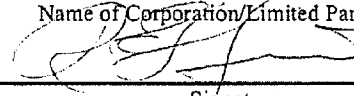
IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

_____ day of SEPTEMBER,

2003.

KONICA MINOLTA PHOTO IMAGING U.S.A., INC.

Name of Corporation/Limited Partnership



Signature

ROBERT STRIANO, PRESIDENT

Title

MINOLTA CONSUMER IMAGING, INC.

Name of Corporation/Limited Partnership



Signature

HENRY OKAMURA, CHAIRMAN

Title