

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/12/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
The Bekins Company		12/12/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	HD Acquisition Corporation
Street Address:	2555 Telegraph Road
City:	Bloomfield Hills
State/Country:	MICHIGAN
Postal Code:	48302-1954
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2584285	HOMEDIRECTUSA
Registration Number:	2784607	BWS LOGISTICS
Registration Number:	1281891	TIMELOK
Registration Number:	2719752	HIGH VALUE. DELIVERED.
Registration Number:	2446550	WE DELIVER ON YOUR REPUTATION

**CORRESPONDENCE DATA**

Fax Number: (202)842-8465  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 202 842 8800  
 Email: dctrademarks@dbr.com  
 Correspondent Name: Jennifer L. Dean  
 Address Line 1: 1500 K Street NW  
 Address Line 2: Suite 1100  
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

OP \$140.00 2584285

ATTORNEY DOCKET NUMBER:	45598/222972
NAME OF SUBMITTER:	Jennifer L. Dean
Signature:	/jennifer l. dean/
Date:	08/21/2006
Total Attachments: 5 source=121205merger#page1.tif source=121205merger#page2.tif source=121205merger#page3.tif source=121205merger#page4.tif source=121205merger#page5.tif	

# Delaware

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*The First State*

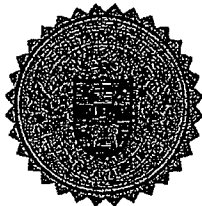
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HD ACQUISITION CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "THE BEKINS COMPANY" UNDER THE NAME OF "HD ACQUISITION CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2005, AT 5:39 O'CLOCK P.M.

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

3383346 8100M

051011430



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4363855

DATE: 12-12-05

TRADEMARK  
REEL: 003373 FRAME: 0783

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:42 PM 12/12/2005  
FILED 05:39 PM 12/12/2005  
SRV 051011430 - 3383346 FILE

**CERTIFICATE OF MERGER  
MERGING  
HD ACQUISITION CORPORATION  
WITH AND INTO  
THE BEKINS COMPANY**

The Bekins Company, a corporation organized and existing under the laws of the State of Delaware, in accordance with the provisions of Section 251 of the Delaware General Corporation Law ("DGCL"), DOES HEREBY CERTIFY:

**FIRST:** That the name and state of organization of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF ORGANIZATION</u>
The Bekins Company	Delaware
HD Acquisition Corporation	Delaware

**SECOND:** That an Agreement and Plan of Merger by and among HD Acquisition Corporation, The Bekins Company, and certain other parties has been approved, adopted, certified, executed and acknowledged by the constituent corporations in accordance with the requirements of Section 251 of the DGCL. Approval of the stockholders of the constituent corporations was obtained in accordance with Sections 211, 212 and 228 of the DGCL.

**THIRD:** That the name of the corporation surviving the merger is The Bekins Company; however, by amending its certificate of incorporation as provided in Article FOURTH, the surviving corporation changes its name to HD Acquisition Corporation.

**FOURTH:** That The Bekins Company, by the merger, amends its certificate of incorporation to read, in its entirety, as provided in Exhibit A hereto.

**FIFTH:** That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 2555 Telegraph Road, Bloomfield Hills, MI 48302-1954

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

IN WITNESS WHEREOF, The Bekins Company, has caused this Certificate of Merger to be duly executed this 12 day of December, 2005.

THE BEKINS COMPANY

By: \_\_\_\_\_

  
Name: Lawrence A. Marzullo  
Title: President

**Exhibit A**

CERTIFICATE OF INCORPORATION  
OF  
HD ACQUISITION CORPORATION

**FIRST:** The name of the Corporation is HD Acquisition Corporation.

**SECOND:** The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, Wilmington, Delaware 19801, in the county of New Castle. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

**THIRD:** 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.

**FOURTH:** The total number of shares of stock which the Corporation shall have authority to issue is 1000 shares, par value \$.01 per share, all of which are of one class and are designated as Common Stock.

**FIFTH:** In furtherance and not in limitation of the general powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of the Corporation, except as specifically otherwise provided therein.

**SIXTH:** A director of the Corporation shall have no personal liability to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except to the extent that Section 102(b)(7) (or any successor provision) of the Delaware General Corporation Law, as amended from time to time, expressly provides that the liability of a director may not be eliminated or limited. No amendment or repeal of this paragraph SIXTH shall apply to or have any effect on the liability or alleged liability of any director of the

Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

SEVENTH: Whenever a compromise or arrangement is proposed between this Corporation and its creditors or any class of them and/or between this Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this Corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this Corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this Corporation under the provisions of Section 279 of Title 8 of the Delaware Code, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this Corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders of this Corporation, as the case may be, and also on this Corporation.

EIGHTH: This certificate of incorporation and the bylaws of the Company may be amended in the manner prescribed at the time by statute, and all rights conferred upon shareholders in this certificate of incorporation or the bylaws of the Company are granted subject to this reservation.