

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/19/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cherry Hill Photo Enterprises, Inc.		10/19/2005	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Cherry Hill Photo Enterprises, Inc.
Street Address:	1200 Haddonfield Road
City:	Cherry Hill
State/Country:	NEW JERSEY
Postal Code:	08002
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1060473	UNIVERSITY OF SANTA CLAUS

CORRESPONDENCE DATA

Fax Number: (215)665-1536
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 215-246-3132
 Email: jlr@pelino.com
 Correspondent Name: James L. Ray, Esq.
 Address Line 1: 1650 Market Street, 32nd Floor
 Address Line 2: Pelino & Lentz, P.C.
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	Robert Wolfe, President
Signature:	/robert wolfe/

OP \$40.00 1060473

Date:

08/29/2006

Total Attachments: 9

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 19, 2005

CHERRY HILL PHOTO ENTERPRISES, INC.
2050 BEN FRANKLIN DR
UNIT 602
SARASOTA, FL 33236

Re: Document Number P05000138224

The Articles of Merger were filed October 19, 2005, for CHERRY HILL PHOTO ENTERPRISES, INC., the surviving Florida entity.

This document was electronically received and filed under FAX audit number H05000247390.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6927, the Amendment Section.

Tracy Smith
Document Specialist
Division of Corporations

Letter Number: 305A00063724

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

TRADEMARK
REEL: 003379 FRAME: 0768

ARTICLES OF MERGER
OF
CHERRY HILL PHOTO ENTERPRISES
AND
CHERRY HILL PHOTO ENTERPRISES, INC.

To the Secretary of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the foreign business corporation and the domestic business corporation herein named do hereby submit the following Articles of Merger.


1. Annexed hereto and made a part hereof is the Plan of Merger for merging Cherry Hill Photo Enterprises, a New Jersey corporation, with and into Cherry Hill Photo Enterprises, Inc., a Florida corporation.

2. The merger of Cherry Hill Photo Enterprises with and into Cherry Hill Photo Enterprises, Inc. is permitted by the laws of the jurisdiction of organization of Cherry Hill Photo Enterprises and is in compliance with said laws. The date of adoption of the Plan of Merger by the shareholders of Cherry Hill Photo Enterprises was October 10, 2005.

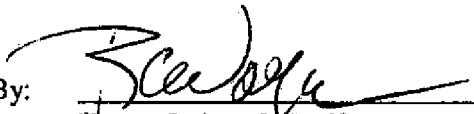
3. The shareholders of Cherry Hill Photo Enterprises, Inc. entitled to vote thereon approved and adopted the aforesaid Plan of Merger by written consent given on October 10, 2005 in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

Executed on October 10, 2005.

CHERRY HILL PHOTO ENTERPRISES

By: 
Name: Robert C. Wolfe
Capacity: President

CHERRY HILL PHOTO ENTERPRISES, INC.

By: 
Name: Robert C. Wolfe
Capacity: President

PLAN OF MERGER adopted for Cherry Hill Photo Enterprises, a business corporation organized under the laws of the State of New Jersey, by resolution of its Board of Directors on October 12, 2005, and adopted for Cherry Hill Photo Enterprises, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its Board of Directors on October 10, 2005. The names of the corporations planning to merge are Cherry Hill Photo Enterprises, a business corporation organized under the laws of the State of New Jersey, and Cherry Hill Photo Enterprises, Inc., a business corporation organized under the laws of the State of Florida. The name of the surviving corporation into which Cherry Hill Photo Enterprises plans to merge is Cherry Hill Photo Enterprises, Inc.

1. Cherry Hill Photo Enterprises and Cherry Hill Photo Enterprises, Inc. shall, pursuant to the provisions of the New Jersey Business Corporation Act and the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, Cherry Hill Photo Enterprises, Inc., which shall be the surviving corporation at the effective time and 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 the Florida Business Corporation Act. The separate existence of Cherry Hill Photo Enterprises, which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance with the New Jersey Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation at the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The present bylaws of the surviving corporation will be the bylaws 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 the Florida Business Corporation Act.

4. The directors and officers in office of the surviving corporation at the effective time and 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 bylaws of the surviving corporation.

5. Each issued share of the non-surviving corporation immediately prior to the effective time and date of the merger shall at the effective time and date of merger be converted into one share of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The merger of the non-surviving corporation with and into the surviving corporation shall be submitted to the shareholders of the non-surviving corporation for their approval or rejection in the manner prescribed by the provisions of the New Jersey Business Corporation Act, and the Plan of Merger herein made and approved shall be submitted to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation in the manner prescribed by the provisions of the New Jersey Business Corporation Act, and in the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, the non-surviving corporation and the surviving corporation 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 State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the non-surviving corporation and of the surviving corporation, 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 of Merger or of the merger herein provided for.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of October 10, 2005.

CHERRY HILL PHOTO ENTERPRISES

By: 
Robert C. Wolfe, President

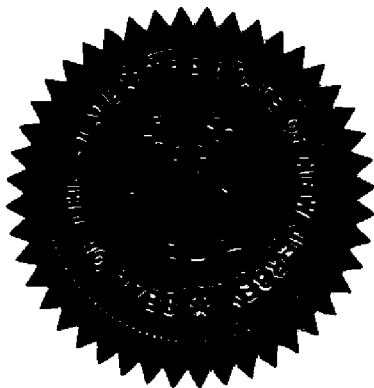
CHERRY HILL PHOTO ENTERPRISES, INC.

By: 
Robert C. Wolfe, President

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

CHERRY HILL PHOTO ENTERPRISES, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
CERTIFICATE OF MERGER/CONSOLIDATION
FILED IN THIS OFFICE ON
OCTOBER 19, 2005
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.*



*IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
24th day of October, 2005*

A handwritten signature in cursive script, appearing to read "John E. McCormac".

*John E McCormac, CPA
State Treasurer*

TRADEMARK



REEL: 003379 FRAME: 0772

Certificate of Merger/Consolidation

UMC-2

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7. Effective Date (see inst.): Upon filing.

Signature	Name	Title	Date
	Robert C. Wolfe	President of	10-10-05
	Robert C. Wolfe	Cherry Hill Photo Enterprises	
	Robert C. Wolfe	President of	10-10-05
		Cherry Hill Photo Enterprises, Inc.	

**Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646

PLAN OF MERGER adopted for Cherry Hill Photo Enterprises, a business corporation organized under the laws of the State of New Jersey, by resolution of its Board of Directors on October 10, 2005, and adopted for Cherry Hill Photo Enterprises, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its Board of Directors on October 10, 2005. The names of the corporations planning to merge are Cherry Hill Photo Enterprises, a business corporation organized under the laws of the State of New Jersey, and Cherry Hill Photo Enterprises, Inc., a business corporation organized under the laws of the State of Florida. The name of the surviving corporation into which Cherry Hill Photo Enterprises plans to merge is Cherry Hill Photo Enterprises, Inc.

1. Cherry Hill Photo Enterprises and Cherry Hill Photo Enterprises, Inc. shall, pursuant to the provisions of the New Jersey Business Corporation Act and the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, Cherry Hill Photo Enterprises, Inc., which shall be the surviving corporation at the effective time and 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 the Florida Business Corporation Act. The separate existence of Cherry Hill Photo Enterprises, which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance with the New Jersey Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation at the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The present bylaws of the surviving corporation will be the bylaws 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 the Florida Business Corporation Act.

4. The directors and officers in office of the surviving corporation at the effective time and 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 bylaws of the surviving corporation.

5. Each issued share of the non-surviving corporation immediately prior to the effective time and date of the merger shall at the effective time and date of merger be converted into one share of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The merger of the non-surviving corporation with and into the surviving corporation shall be submitted to the shareholders of the non-surviving corporation for their approval or rejection in the manner prescribed by the provisions of the New Jersey Business Corporation Act, and the Plan of Merger herein made and approved shall be submitted to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation in the manner prescribed by the provisions of the New Jersey Business Corporation Act, and in the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, the non-surviving corporation and the surviving corporation 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 State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

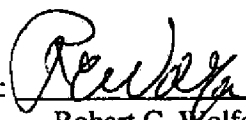
8. The Board of Directors and the proper officers of the non-surviving corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and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

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of October 10, 2005.

CHERRY HILL PHOTO ENTERPRISES

By: 
Robert C. Wolfe, President

CHERRY HILL PHOTO ENTERPRISES, INC.

By: 
Robert C. Wolfe, President