

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/15/2000		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Grounds for Play, Inc.		12/15/2000	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	Grounds for Play, Inc.		
Street Address:	1401 E. Dallas Street		
City:	Mansfield		
State/Country:	TEXAS		
Postal Code:	76063		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1811217	WE MAKE PLAYGROUNDS FUNCTIONAL.	
Registration Number:	2365751	"I PLAY, THEREFORE I AM"	
CORRESPONDENCE DATA			
Fax Number:	(404)815-6555		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	404 8156500		
Email:	tmadmin@kilpatrickstockton.com		
Correspondent Name:	Kilpatrick Stockton LLP		
Address Line 1:	1100 Peachtree Street		
Address Line 2:	Suite 2800		
Address Line 4:	Atlanta, GEORGIA 303094530		
ATTORNEY DOCKET NUMBER:	PCM/SF GRDS .FOR PLAY MER		
NAME OF SUBMITTER:	Pamela C. Mallari, Esq.		

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TRADEMARK
REEL: 003385 FRAME: 0061

Signature:	/pamela c. mallari/
Date:	09/07/2006
Total Attachments: 2 source=GROUNDS FOR PLAY merger pdf#page1.tif source=GROUNDS FOR PLAY merger pdf#page2.tif	

**CERTIFICATE OF MERGER
OF
GROUNDS FOR PLAY, INC.,
A TEXAS CORPORATION,
WITH AND INTO
GROUNDS FOR PLAY, INC.,
A DELAWARE CORPORATION**

Pursuant to Section 252 of the Delaware General Corporation Law, as amended, the undersigned hereby executes this Certificate of Merger:

I.

The names of the corporations which are parties to the Merger are Grounds For Play, Inc., a Texas corporation ("GFP-Texas"), and Grounds For Play, Inc., a Delaware corporation ("GFP-Delaware").

II.

An Agreement and Plan of Merger (the "Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the Delaware General Corporation Law and the laws of the State of Texas.

III.

The name of the surviving corporation is Grounds For Play, Inc., a Delaware corporation (the "Surviving Corporation").

IV.

The Certificate of Incorporation of GFP-Delaware in effect immediately prior to the filing of this Certificate of Merger shall be certificate of incorporation of the Surviving Corporation.

V.

The executed Plan of Merger is on file at the principal place of business of the Surviving Corporation located at 1050 Columbia Drive, Carrollton, Georgia 30117.

VI.

A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of GFP-Texas or GFP-Delaware.

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VII.

The authorized capital stock of GFP-Texas is 10,000 shares of common stock, one dollar (\$1) par value, of which 4,266 shares have been issued and are outstanding.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be executed in its name by its duly authorized officer as of the 15th day of December, 2000.

GROUND'S FOR PLAY, INC.,
a Delaware corporation

By: 
Ray Derbecker, Chairman of the Board

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