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Form PTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)



REC  
TI

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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

GLADSON & ASSOCIATES, INC.  
1973 OHIO STREET  
LISLE, IL 60532

- Individual(s)
- General Partnership
- Corporation- State: ILLINOIS
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) SEPTEMBER 8, 2005

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: GLADSON, LLC  
 Internal Address: \_\_\_\_\_  
 Street Address: 1973 OHIO STREET  
 City: LISLE  
 State: ILLINOIS  
 Country: USA Zip: 60532

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- Other LLC Citizenship 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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76-624800

B. Trademark Registration No.(s)

3002981, 2996558, 2892406, 1980836

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: BRENT E. OHLMANN  
 Internal Address: \_\_\_\_\_  
LAW OFFICE OF BRENT E. OHLMANN, PC  
 Street Address: \_\_\_\_\_  
1730 PARK STREET  
 City: NAPERVILLE  
 State: ILLINOIS Zip: 60563  
 Phone Number: 630.355.8008  
 Fax Number: 630.355.8068  
 Email Address: BEO@BEOHLMANN.COM

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$140.

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
 Expiration Date \_\_\_\_\_  
 b. Deposit Account Number \_\_\_\_\_  
 Authorized User Name \_\_\_\_\_

9. Signature:

*Michael Spindler*

Signature

JANUARY 12, 2006

Date

08/03/2006 BYRNE 00000010 76624800

MICHAEL SPINDLER, CEO  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

6

01 FC:8521  
02 FC:8522

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**AGREEMENT AND PLAN OF MERGER**

OF

**GLADSON & ASSOCIATES, INC.**

AND

**GLADSON, LLC**

\*\*\*\*\*

*In accordance with the provisions of Section 11.39  
of the Business Corporation Act of the State of Illinois*

\*\*\*\*\*

**FIRST:** Gladson & Associates, Inc., which is a corporation organized in the State of Illinois, and which is sometimes hereinafter referred to as the "Terminating Corporation", shall be merged with and into Gladson, LLC (the "Merger"), which is a limited liability company organized in the State of Delaware, and which is sometimes hereinafter referred to as the "Surviving Company." The Business Corporation Act of the State of Illinois and the Delaware Limited Liability Company Act permits the merger of a business corporation of said jurisdiction with and into a limited liability company of said jurisdiction.

**SECOND:** The separate existence of the Terminating Corporation shall cease upon the effective date of the merger in accordance with the provisions of the Business Corporation Act of the State of Illinois and the Delaware Limited Liability Company Act.

**THIRD:** The Surviving Company shall continue its existence under its present name pursuant to the provisions of the Delaware Limited Liability Company Act.

**FOURTH:** The Agreement and Plan of Merger shall be submitted to the Board of Directors and Stockholders of the Terminating Corporation in accordance with the laws of the State of Illinois and by the Board of Managers of the Surviving Company in accordance with the Surviving Company's Limited Liability Company Agreement and the laws of the State of Delaware.

**FIFTH:** Upon the effective date of the merger, each of the issued and outstanding shares of the Terminating Corporation shall be, by virtue of the merger and without any action by the Terminating Corporation or Surviving Company or any other person, be cancelled and no cash or securities or other property shall be payable to Terminating Corporation in respect thereof. The Surviving Company is the sole shareholder of the Terminating Corporation.

**SIXTH:** The effective date of the merge shall be upon filing.

\*\*\*\*\*

FORM BCA 11.39 (rev. Dec. 2003)  
ARTICLES OF MERGER,  
BETWEEN ILLINOIS CORPORATIONS  
AND LIMITED LIABILITY COMPANIES  
Business Corporation Act

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62758  
Telephone (217) 782-6961  
www.cyberdriveillinois.com

Remit payment in the form of a  
check or money order payable  
to the Secretary of State.

**FILED**

**SEP 09 2005**

The filing fee is \$100, but if merger  
involves more than 2 corporations,  
\$.50 for each additional corporation.

**JESSE WHITE  
SECRETARY OF STATE**

File # 5363-977-1 Filing Fee: \$ 100.00 Approved: lt  
Submit in duplicate \_\_\_\_\_ Type or Print clearly in black ink \_\_\_\_\_ Do not write above this line \_\_\_\_\_

1. Names of the corporations and limited liability companies proposing to merge and the state or country of their organization or incorporation:

Name of Corporation Limited Liability Company	State or Country of Organization/Incorporation	Corporation File Number
<u>Gladson &amp; Associates Inc.</u>	<u>Illinois</u>	<u>5363-977-1</u>
<u>Gladson, LLC</u>	<u>Delaware</u>	<u><del>4014846</del> NR</u>

2. The laws of the state or country under which each corporation and Limited Liability Company are organized, permit such merger.

3. (a) Name of the surviving party: Gladson, LLC  
(b) it shall be governed by the laws of: Delaware

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of merger is as follows:  
See Attached

5. Plan of merger was approved, as to each limited liability company, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation			
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Gladson & Associates Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. (Not applicable if survivor is an Illinois corporation or an Illinois Limited Liability Company)

It is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Illinois:

- a. The surviving limited liability company may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving limited liability company.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving limited liability company to accept service of process in any such proceedings, and
- c. The surviving limited liability company will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

DD/04/2005 16:41 FAX 8465097

Point Grace

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7.(a.) The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACKINK**)

Dated Sept 8 2005  
 (Month & Day) (Year)  
Ted R. Gladson  
 (Any authorized officer's signature)  
 Gladson & Associates Inc.  
 (Exact Name of Corporation)  
 Ted R. Gladson, President, Secretary and Treasurer  
 (Type or Print Name and Title)

Dated \_\_\_\_\_ (Month & Day) (Year) \_\_\_\_\_ (Exact Name of Corporation)  
 \_\_\_\_\_ (Any authorized officer's signature)  
 \_\_\_\_\_ (Type or Print Name and Title)

7.(b.) The undersigned limited liability companies have caused these articles to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACKINK**)

Dated \_\_\_\_\_ 2005  
 (Month & Day) (Year)  
 Gladson, LLC  
 (Exact Name of Limited Liability Company)  
 by \_\_\_\_\_ (Signature)  
 \_\_\_\_\_ (Type or Print Name and Title)

Dated \_\_\_\_\_ (Month & Day) (Year) \_\_\_\_\_ (Exact Name of Limited Liability Company)  
 by \_\_\_\_\_ (Signature)  
 \_\_\_\_\_ (Type or Print Name and Title)

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(TRU) 8. 05 14:22/ST. 14:15/NO. 4862954911 P 7

FROM HUCK BOUMA 6302211756

7.(a.) The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated \_\_\_\_\_ 2005 \_\_\_\_\_ Gladson & Associates Inc.  
(Month & Day) (Year) (Exact Name of Corporation)

\_\_\_\_\_  
(Any authorized officer's signature)  
Ted R. Gladson, President, Secretary and Treasurer  
(Type or Print Name and Title)

Dated \_\_\_\_\_ \_\_\_\_\_  
(Month & Day) (Year) (Exact Name of Corporation)

\_\_\_\_\_  
(Any authorized officer's signature)  
\_\_\_\_\_  
(Type or Print Name and Title)

7.(b.) The undersigned limited liability companies have caused these articles to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated \_\_\_\_\_ 2005 \_\_\_\_\_ Gladson, LLC  
(Month & Day) (Year) (Exact Name of Limited Liability Company)

by Terry Sebastian  
(Signature)  
Terry Sebastian Manager  
(Type or Print Name and Title)

Dated \_\_\_\_\_ \_\_\_\_\_  
(Month & Day) (Year) (Exact Name of Limited Liability Company)

by \_\_\_\_\_  
(Signature)  
\_\_\_\_\_  
(Type or Print Name and Title)