

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BALT, INC.		12/28/2005	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Best-Rite Chalkboard Company
Street Address:	2885 Lorraine Avenue
City:	Temple
State/Country:	TEXAS
Postal Code:	76501
Entity Type:	CORPORATION: TEXAS

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3021584	INCLINATION
Registration Number:	2914937	TRUE ADJUST
Registration Number:	2967898	SPEAK EASY
Registration Number:	2503243	ALTERNATIVE KEYBOARD
Registration Number:	2432390	ALTERNATIVE KEYBOARD
Registration Number:	1611265	BALT
Registration Number:	2926231	SMART ONE
Registration Number:	2943487	TWO-PNEU
Registration Number:	3138527	THE ROLE MODEL

CORRESPONDENCE DATA

Fax Number: (703)683-8396

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

OP \$240.00 3021584

Phone: 703-548-6284
Email: lsantucci@nathlaw.com
Correspondent Name: Gary M. Nath
Address Line 1: 112 S. West Street
Address Line 4: Alexandria, VIRGINIA 22314

ATTORNEY DOCKET NUMBER:	61431
NAME OF SUBMITTER:	Gary M. Nath/HDS
Signature:	/H David Starr for Gary M. Nath/
Date:	09/21/2006

Total Attachments: 4
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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

December 29, 2005

Vacek, Kiecke & Curriet, L.L.P.
PO Box 1845
Austin, TX 78767 USA

RE:
BEST-RITE CHALKBOARD COMPANY (Filing Number: 29122800)

It has been our pleasure to approve and place on record your articles of merger. The appropriate evidence is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Katy Blaylock

Fax: (512) 463-5709

TTY: 7-1-1

Document: 112746450002

TRADEMARK

REEL: 003394 FRAME: 0384

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

B. A. L. T., INC.
Domestic Business Corporation
[Filing Number: 76764800]

Into

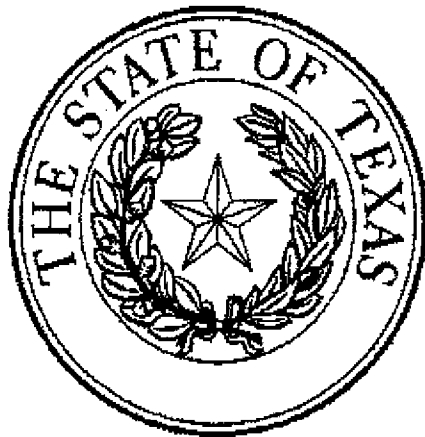
BEST-RITE CHALKBOARD COMPANY
Domestic Business Corporation
[Filing Number: 29122800]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated: 12/28/2005

Effective: 01/01/2006



A handwritten signature in cursive script that reads "Roger Williams".

Roger Williams
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Katy Blaylock

Fax: (512) 463-5709

TTY: 7-1-1
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HBI GROUP

12/28/05 WED 15:50 FAX 512 472 5124

MUELLER, VACEK & KIECKE

FILED
In the Office of the
Secretary of State of Texas

DEC 28 2005

Corporations Section

ARTICLES (CERTIFICATE) OF MERGER

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act and Section 10.151 of the Texas Business Organizations Code, B.A.L.T., Inc. and Best-Rite Chalkboard Company adopt the following Articles (Certificate) of Merger:

1. **Effective Date.** The effective date of the merger shall be the date on which the later is to occur: (i) a certificate of Merger is issued by the Texas Secretary of State or (ii) January 1, 2006 ("Effective Date").
2. **Parties.** The merger shall involve the following corporations, both of which are organized under the laws of the state of Texas: B.A.L.T., Inc. and Best-Rite Chalkboard Company.
3. **Surviving Corporation.** On the Effective Date, B.A.L.T., Inc. shall cease to exist and Best-Rite Chalkboard Company shall be the Surviving Corporation. No new entity is being created pursuant to the merger.
4. **Location of Signed Plan of Merger.** A signed plan of merger is on file at the principal place of business for the Surviving Corporation, which is 2885 Lorraine Avenue, Temple, Texas 76501.
5. **Copy of Plan.** A copy of the Plan of Merger will be furnished upon written request and without cost by the Surviving Corporation to any owner (stockholder) of either corporation or domestic entity that is a party to the Plan of Merger.
6. **Approval of Plan of Merger.** The Plan of Merger has been unanimously approved by all shareholders and directors of both B.A.L.T., Inc. and Best-Rite Chalkboard Company, all in accordance with the laws of the State of Texas. For B.A.L.T., Inc. there are 200 shares of common stock issued and outstanding, none of which are entitled to vote as a class, and the shareholders of all 200 shares voted in favor of the Plan of Merger. For Best-Rite Chalkboard Company, there are 315 shares of common stock issued and outstanding, none of which are entitled to vote as a class, and the shareholders of all 315 shares voted in favor of the Plan of Merger.
7. **Amendment of Articles of Incorporation of Surviving Corporation.** No amendment is necessary to the Articles of Incorporation for the Surviving Corporation.
8. **Assumption of Debts, Liabilities, Taxes and Obligations.** The Surviving Corporation shall assume all outstanding debts, liabilities and obligations of B.A.L.T., Inc. (including all fees and franchise taxes and will be obligated to pay such fees and taxes

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if they are not timely paid) and shall be responsible for the payment to any dissenting shareholders of any of the parties for the full value of the shares held by such dissenting shareholder in accordance with Article 5.12 of the Texas Business Corporation Act and Sections 10.351 through 10.368 of the Texas Business Organizations Code.

SIGNED this 28th day of December, 2005.

B.A.L.T., Inc.

Lorraine Moore
By Lorraine Moore, Chairman and C.E.O.

RESTRICTION CHALKBOARD COMPANY

Lorraine Moore
By Lorraine Moore, Chairman and C.E.O.