

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/19/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
S.I. Acquisition LLC		06/19/2003	LIMITED LIABILITY COMPANY: ILLINOIS
Successories, Inc.		06/19/2003	CORPORATION: ILLINOIS

**RECEIVING PARTY DATA**

Name:	Successories, LLC
Street Address:	2520 Diehl Road
City:	Aurora
State/Country:	ILLINOIS
Postal Code:	60504
Entity Type:	LIMITED LIABILITY COMPANY: ILLINOIS

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	2404692	FOLLOW YOUR DREAMS
Registration Number:	2564552	CORPORATE IMPRESSIONS

**CORRESPONDENCE DATA**

Fax Number: (312)269-1747  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312.269.8000  
 Email: jcullis@ngelaw.com  
 Correspondent Name: John A. Cullis  
 Address Line 1: Two North LaSalle Street  
 Address Line 4: Chicago, ILLINOIS 60602

ATTORNEY DOCKET NUMBER:	014464-0701
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CH \$65.00 2404692

NAME OF SUBMITTER:	John A. Cullis
Signature:	/John A. Cullis/
Date:	11/14/2006
<b>Total Attachments: 4</b> source=Successories Merger Docs#page1.tif source=Successories Merger Docs#page2.tif source=Successories Merger Docs#page3.tif source=Successories Merger Docs#page4.tif	

Plan of Merger between  
S.I. Acquisition LLC  
and  
Successories, Inc.

This Plan of Merger, dated as of June 19, 2003, between S.I. Acquisition LLC, an Illinois limited liability company ("Acquirer"), and Successories, Inc., an Illinois corporation ("Company" and, together with Acquirer, the "Constituent Companies"). The Constituent Companies have agreed to merge pursuant to an Agreement and Plan of Merger dated February 13, 2003 (the "Merger Agreement").

1. The Merger

At the Effective Time (as defined in Section 6 below), the Company shall be merged with and into Acquirer (the "Merger") on the terms and conditions hereinafter set forth and in the Merger Agreement and in accordance with the applicable provisions of the Illinois Limited Liability Company Act, as amended ("ILLCA"), and the Illinois Business Corporation Act of 1983, as amended (the "IBCA"). At the Effective Time, the separate corporate existence of the Company shall cease and Acquirer shall continue as the surviving company (the "Surviving Company") in accordance with the ILLCA.

2. Articles of Organization

The Articles of Organization of Acquirer, as in effect immediately prior to the Effective Time, shall continue to be the Articles of Organization of the Surviving Company from and after the Effective Time, until thereafter amended as provided therein or by applicable law, except that at the Effective Time such Articles of Organization shall be amended to change the name of the Surviving Company to "Successories, LLC".

3. Manager and Officers

The manager and officers of Acquirer immediately prior to the Effective Time shall be and remain the manager and officers of the Surviving Company from and after the Effective Time, until the earlier of their death, resignation, removal or otherwise ceasing to be the manager or officers of the Surviving Company or until their respective successors are duly elected and qualified, as the case may be.

4. Effects of the Merger

At and after the Effective Time, the Merger will have the effects set forth in the IBCA and the ILLCA. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all the properties, rights, privileges, powers and franchises of the Company and Acquirer shall vest in the Surviving Company, and all debts, liabilities and duties of the Company and Acquirer shall become the debts, liabilities and duties of the Surviving Company.

Form **LLC-37.25**  
January 1999

Jesse White  
Secretary of State  
Department of Business Services  
Limited Liability Company Division  
Room 369, Howlett Building  
Springfield, IL 62758  
http://www.sos.state.il.us

Remit payment in check or money order,  
payable to "Secretary of State."  
Filing Fee is \$100, but if merger of more  
than two entities, \$50 for each additional  
entity.

**Illinois**  
**Limited Liability Company Act**  
**Articles of Merger**

**SUBMIT IN DUPLICATE**

Must be typewritten

This space for use by Secretary of State

Date: 6-19-03  
Assigned File # 0085-950-8  
Filing Fee \$ 100  
Approved: JB

This space for use by  
Secretary of State

**FILED**

JUN 19 2003

LIMITED LIABILITY CO. DIV.  
JESSE WHITE  
SECRETARY OF STATE

1. Names of the entities proposing to merge, and the state or country of their organization:

Name of Entity	Type of Entity (Corporation, Limited Liability Company, Limited Partnership, General Partnership or other permitted entity)	Domestic State or Country	Illinois Secretary of State File # (if any)
Successories, Inc.	Corporation	Illinois	56033203
S.I. Acquisition LLC	Limited Liability Company	Illinois	00859508

2. The plan of merger has been approved and signed by each limited liability company and other entity that is to merge. If a corporation is a party to the merger, a copy of the plan as approved is attached to these articles of merger.

3. (a) Name of the surviving entity: S.I. Acquisition LLC  
(b) Address of the surviving entity: 485 Half Day Road, Suite 200, Buffalo Grove, IL 60089

4. Effective date of merger: (check one)  
a) X the filing date, or  
b) \_\_\_\_\_ a later date, but not more than 30 days subsequent to the filing date:

(month, day and year)

6. All limited liability companies that are parties to this merger and were on record with the Illinois Secretary of State prior to January 1, 1998, have elected in their operating agreements to be governed by the amendatory Act of 1997.

LLC-37.25

6. If the survivor is a limited liability company, stated below are changes that are necessary to its articles of organization by reason of this merger:  
Article 1 of the Articles of Organization of the surviving limited liability company shall be deleted and replaced in its entirety by the following:

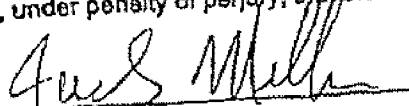
Limited Liability Company Name: Successories, LLC

7. For the limited liability companies that are parties to the merger, complete the following:


Name of LLC	Jurisdiction	Organization Date	Date of Admission to Illinois (foreign LLCs)
S.I. Acquisition LLC	Illinois	2/6/03	N/A

8. If the surviving entity is not a limited liability company, it agrees that it may be served with process in this State and is subject to liability in any action or proceeding for the enforcement of any liability or obligation of a Limited Liability Company previously subject to suit in this State which is to merge, and for the enforcement, as provided in this Act, of the right of members of any limited liability company to receive payment for their interest against the surviving entity.

9. The undersigned entities caused these articles to be signed by the duly authorized person, each of whom affirms, under penalty of perjury, that the facts stated herein are true.

1.   
 Jack Miller, <sup>(Signature)</sup> as Manager of S.I. Holdings LLC,  
 the Manager of S.I. Acquisition LLC  
 (Type or print name and title)

(Name if a corporation or other entity)

2.   
 John C. Carroll, Interim CEO  
 (Type or print name and title)

Successories, Inc.  
(Name if a corporation or other entity)

3. \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Type or print name and title)

\_\_\_\_\_  
(Name if a corporation or other entity)

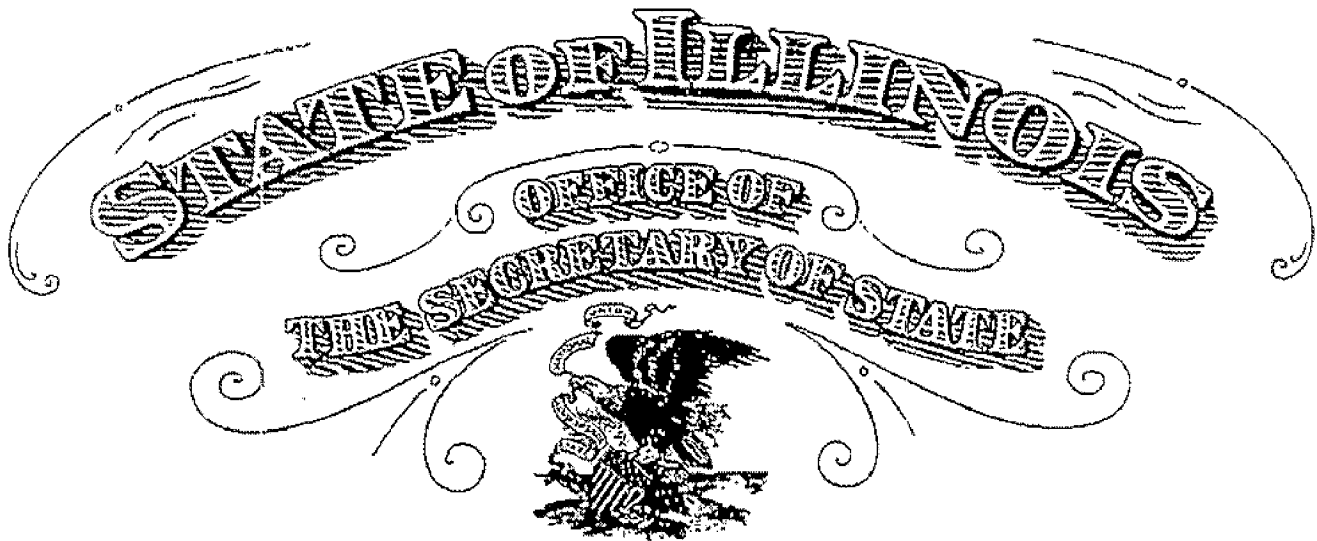
4. \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Type or print name and title)

\_\_\_\_\_  
(Name if a corporation or other entity)

If additional space is needed, it must be continued in the same format on a plain white 8 1/2X11" sheet, which must be stapled to this form.

(Signatures must be in ink on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

SUCCESSORIES, LLC,  
 HAVING ORGANIZED IN THE STATE OF ILLINOIS ON FEBRUARY 06, 2003,  
 APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED  
 LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING  
 OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT  
 BUSINESS IN THE STATE OF ILLINOIS.



In Testimony Whereof, I hereto set  
 my hand and cause to be affixed the Great Seal of  
 the State of Illinois, this 23RD  
 day of JUNE A.D. 2004

*Jesse White*

SECRETARY OF STATE