

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/30/1996

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
NOTIS SYSTEMS, INC.		04/23/1996	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Ameritech Library Services, Inc.
Street Address:	400 Dynix Drive
City:	Provo
State/Country:	UTAH
Postal Code:	84604
Entity Type:	CORPORATION: UTAH

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	1534266	NOTIS
Registration Number:	1540792	NOTIS
Registration Number:	1539760	NOTIS
Registration Number:	1534251	NOTIS

**CORRESPONDENCE DATA**

Fax Number: (212)558-3357  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-558-3129  
 Email: doddp@sullcrom.com  
 Correspondent Name: Philippine Dodd, Esq.  
 Address Line 1: 125 Broad Street  
 Address Line 2: Sullivan & Cromwell LLP  
 Address Line 4: New York, NEW YORK 10004

NAME OF SUBMITTER: David W. Falk

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**900067498**

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**OP \$115.00 1534266**

Signature:	/David W. Falk/
Date:	01/23/2007
<p>Total Attachments: 11 source=Ameritech#page1.tif source=Ameritech#page2.tif source=Ameritech#page3.tif source=Ameritech#page4.tif source=Ameritech#page5.tif source=Ameritech#page6.tif source=Ameritech#page7.tif source=Ameritech#page8.tif source=Ameritech#page9.tif source=Ameritech#page10.tif source=Ameritech#page11.tif</p>	

State of Utah  
Department of Commerce  
Division of Corporations and Securities Code  
I hereby certify that the foregoing has been read  
and approved on the 30 day of April 1996  
in the office of this Division and hereby issue  
this Certificate thereon.

Co# 107994  
# 137336  
# 137590

Examiner BS Date 4/30/96

# EXPEDITE

ARTICLES OF MERGER



Karla S. Woods  
KARLA T. WOODS  
Division Director

OF

RECEIVED

APR 29 1996

Utah Div. of Corp. Comm. Code

BS

DYNIX MARQUIS, INC.,

and

RETRO LINK ASSOCIATES, INC. and NOTIS SYSTEMS, INC.

Domestic  
Corporations

Foreign  
Corporation

INTO

DYNIX, INCORPORATED  
Domestic Corporation

Pursuant to the provisions of Section 16-10a-1105 of the Utah Business Corporation Act, the undersigned corporations adopt the following articles of merger:

### ARTICLE ONE

The names of the corporations participating in the merger and the states under the laws of which they are respectively organized are as follows:

<u>Name of Corporation</u>	<u>State</u>
DYNIX, INCORPORATED	Utah
DYNIX MARQUIS, INC.	Utah
RETRO LINK ASSOCIATES, INC.	Utah
NOTIS SYSTEMS, INC.	Delaware

Co# 107994  
Co# 137336  
Co# 137590

### ARTICLE TWO

The name of the surviving corporation shall be Dynix, Incorporated, which shall herewith be changed to Ameritech Library Services, Inc. and such corporation shall be governed by the laws of the state of Utah.

### ARTICLE THREE

The plan of the merger is set forth as Exhibit A.

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#### ARTICLE FOUR

As to Dynix Marquis, Inc., the plan was duly approved by the sole shareholder on April 23, 1996.

As to Retro Link Associates, Inc., the plan was duly approved by the sole shareholder on April 23, 1996.

As to NOTIS Systems, Inc., the plan was duly approved by the sole shareholder on April 23, 1996.

As to Dynix, Incorporated, the plan was duly approved by the sole shareholder on April 23, 1996.

#### ARTICLE FIVE

As to each corporation, the number of shares outstanding, and the number and designation of the shares of any voting group entitled to vote as a voting group, are:

<u>Name of Corporation</u>	<u>Total Number of Shares Outstanding</u>	<u>Number of Votes entitled to each Voting group entitled to vote separately</u>	<u>Number of Shares of such Voting Group (if any)</u>
Dynix, Incorporated	950,000	N/A	N/A
Dynix Marquis, Inc.	10,000		
Retro Link Associates, Inc.	100,000		
NOTIS Systems, Inc.	50,000		

#### ARTICLE SIX

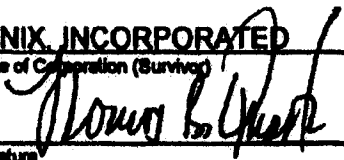
As to each corporation, the number of shares voted for and against the plan respectively, and the number of shares of any voting group entitled to vote separately as a voting group, are:

<u>Name of Corporation</u>	<u>Total Shares Voted For</u>	<u>Total Shares Voted Against</u>	<u>Voting Group</u>	<u>Shares Voted For</u>	<u>Shares Voted Against</u>
Dynix, Incorporated	950,000	0	N/A		
Dynix Marquis, Inc.	10,000	0			
Retro Link Associates, Inc.	100,000	0			
NOTIS Systems, Inc.	50,000	0			

**ARTICLE SEVEN**

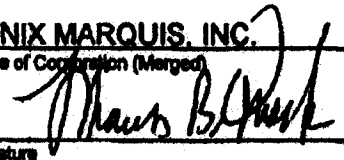
The effective date of the merger is April 30, 1996.

April 23, 1996  
Signature Date

DYNIX INCORPORATED  
Name of Corporation (Survivor)  
  
Signature

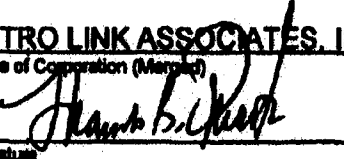
Thomas Quarton, President  
Name (typed or printed)

April 23, 1996  
Signature Date

DYNIX MARQUIS, INC.  
Name of Corporation (Merged)  
  
Signature

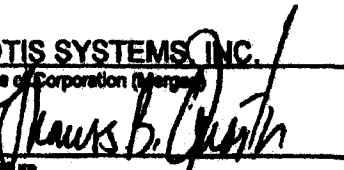
Thomas Quarton, President  
Name (typed or printed)

April 23, 1996  
Signature Date

RETRO LINK ASSOCIATES, INC.  
Name of Corporation (Merged)  
  
Signature

Thomas Quarton, President  
Name (typed or printed)

April 23, 1996  
Signature Date

NOTIS SYSTEMS, INC.  
Name of Corporation (Merged)  
  
Signature

Thomas Quarton, President  
Name (typed or printed)

## AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated this 23rd day of April, 1996, pursuant to Section 252 of the General Corporation Law of Delaware and Section 16-10a of the Utah Business Corporation Act between DYNIX, INCORPORATED, a Utah corporation, DYNIX MARQUIS, INC., a Utah corporation, RETRO LINK ASSOCIATES, INC., a Utah corporation, and NOTIS SYSTEMS, INC., a Delaware corporation.

WITNESSETH that:

WHEREAS, all of the constituent corporations desire to merge into a single corporation;

NOW, THEREFORE, the corporations, parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: DYNIX, INCORPORATED hereby merges into itself DYNIX MARQUIS, INC., RETRO LINK ASSOCIATES, INC. and NOTIS SYSTEMS, INC. and said DYNIX MARQUIS, INC., RETRO LINK ASSOCIATES, INC. and NOTIS SYSTEMS, INC., shall be and hereby are merged into DYNIX, INCORPORATED, which shall be the surviving corporation.

SECOND: The Articles of Incorporation of DYNIX, INCORPORATED are amended as follows:

Article FIRST hereby is amended to be and read as follows:

"FIRST: Name. The name of the corporation is:

AMERITECH LIBRARY SERVICES, INC."

THIRD: The manner of converting the outstanding shares of the capital stock of the surviving corporation shall be as follows:

- (a) Each share of common stock of the surviving corporation, which shall be issued and outstanding on the effective date of this merger, shall remain issued and outstanding.

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- (b) Each ten thousand (10,000) shares of common stock of each merged corporation which shall be outstanding on the effective date of this merger, and all rights in respect thereof shall forthwith be changed and converted into one (1) share of common stock of the surviving corporation.
- (c) After the effective date of this merger, each holder of an outstanding certificate representing shares of common stock of the merged corporations shall surrender the same to the surviving corporation and each such holder shall be entitled upon such surrender to receive the number of shares of common stock of the surviving corporation on the basis provided herein. Until so surrendered, the outstanding shares of the stock of the merged corporation to be converted into the stock of the surviving corporation as provided herein, may be treated by the surviving corporation for all corporate purposes as evidencing the ownership of shares of the surviving corporation as though said surrender and exchange had taken place. After the effective date of this Agreement, each registered owner of any uncertificated shares of common stock of the merged corporation shall have said shares canceled and said registered owner shall be entitled to the number of common shares of the surviving corporation on the basis provided herein.

**FOURTH:** The terms and conditions of the merger are as follows:

- (a) The bylaws of the surviving corporation as they shall exist on the effective date of this merger shall be and remain the bylaws of the surviving corporation until the same shall be altered, amended or repealed as therein provided.
- (b) The directors and officers of the surviving corporation shall continue in office until the next annual meeting of stockholders or until their successors shall have been elected and qualified.
- (c) This merger shall become effective on April 30, 1996.
- (d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the merged corporations shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged corporations shall be as effectively the property of the surviving corporation as they were of the surviving corporation and

the merged corporations respectively. The surviving corporation shall be subject to all of the restrictions, disabilities and duties of the merged corporations, and all debts, liabilities and duties of the merged corporations shall attach to the surviving corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it. The merged corporations hereby agree from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers and directors of the merged corporations and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporations or otherwise to take any and all such action.

- (e) The surviving corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of DYNIX MARQUIS, INC., RETRO LINK ASSOCIATES, INC. and NOTIS SYSTEMS, INC. as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware; and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of Delaware is 400 Dynix Drive, Provo, Utah 84604-5650 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to said DYNIX, INCORPORATED at the above address.
- (f) The surviving corporation may be served with process in the State of Utah in any proceeding for enforcement of any obligation of DYNIX MARQUIS, INC., RETRO LINK ASSOCIATES, INC. and NOTIS SYSTEMS, INC. as well as for enforcement of any obligation of the surviving corporation arising from the merger.



**FIFTH:** Anything herein or elsewhere to the contrary notwithstanding, this Agreement may be terminated and abandoned by the Board of Directors of any constituent corporation at any time prior to the date of filing the merger with the Secretary of State. This Agreement may be amended by the Board of Directors of the constituent corporations at any time prior to the date of filing the Agreement with the Secretary of State, provided that an amendment made subsequent to the adoption of the Agreement by the stockholders of any constituent corporation shall not (1) alter or change the amount or kind of shares, securities, cash, property and/or rights to be received in exchange for or on conversion of all or any of the shares of any class or series thereof of such constituent corporation, (2) alter or change any term of the Articles of Incorporation of the surviving corporation to be effected by the merger, or (3) alter or change any of the terms and conditions of the Agreement if such alteration or change would adversely affect the holders of any class or series thereof of such constituent corporation.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Board of Directors have caused these presents to be executed by the President of each party hereto as the respective act, deed and agreement of each of said corporations, on this 23rd day of April, 1996.

DYNIX, INCORPORATED

By:   
Its: President

DYNIX MARQUIS, INC.

By:   
Its: President

RETRO LINK ASSOCIATES, INC.

By:   
Its: President

NOTIS SYSTEMS, INC.

By:   
Its: President

I, Roger Sloan, Secretary of DYNIX, INCORPORATED, a corporation organized and existing under the laws of the State of Utah, hereby certify, as such Secretary, that the Agreement and Plan of Merger to which this Certificate is attached, after having been first duly signed on behalf of the said corporation and having been signed on behalf of DYNIX MARQUIS, INC., a corporation of the State of Utah, RETRO LINK ASSOCIATES, INC., a corporation of the State of Utah, and NOTIS SYSTEMS, INC., a corporation of the State of Delaware, was duly adopted pursuant to the Utah Business Corporation Act by the written consent of the sole stockholder holding nine hundred fifty thousand (950,000) shares of capital stock of the corporation, same being all of the shares issued and outstanding having voting power, which Agreement and Plan of Merger was thereby adopted as the act of the sole stockholder of said DYNIX, INCORPORATED and the duly adopted agreement and act of the said corporation.

WITNESS my hand on this 23rd day of April, 1996.

  
\_\_\_\_\_  
Secretary, DYNIX, INCORPORATED

I, Roger Sloan, Secretary of DYNIX MARQUIS, INC., a corporation organized and existing under the laws of the State of Utah, hereby certify, as such Secretary, that the Agreement and Plan of Merger to which this Certificate is attached, after having been first duly signed on behalf of the said corporation and having been signed on behalf of DYNIX, INCORPORATED, a corporation of the State of Utah, RETRO LINK ASSOCIATES, INC., a corporation of the State of Utah, and NOTIS SYSTEMS, INC., a corporation of the State of Delaware, was duly adopted pursuant to the Utah Business Corporation Act by the written consent of the sole stockholder holding ten thousand (10,000) shares of capital stock of the corporation, same being all of the shares issued and outstanding having voting power, which Agreement and Plan of Merger was thereby adopted as the act of the sole stockholder of said DYNIX MARQUIS, INC. and the duly adopted agreement and act of the said corporation.

WITNESS my hand on this 23rd day of April, 1996.

  
\_\_\_\_\_  
Secretary, DYNIX MARQUIS, INC.

I, Roger Sloan, Secretary of RETRO LINK ASSOCIATES, INC., a corporation organized and existing under the laws of the State of Utah, hereby certify, as such Secretary, that the Agreement and Plan of Merger to which this Certificate is attached, after having been first duly signed on behalf of the said corporation and having been signed on behalf of DYNIX, INCORPORATED, a corporation of the State of Utah, DYNIX MARQUIS, INC., a corporation of the State of Utah, and NOTIS SYSTEMS, INC., a corporation of the State of Delaware, was duly adopted pursuant to the Utah Business Corporation Act by the written consent of the sole stockholder holding one hundred thousand (100,000) shares of capital stock of the corporation, same being all of the shares issued and outstanding having voting power, which Agreement and Plan of Merger was thereby adopted as the act of the sole stockholder of said RETRO LINK ASSOCIATES, INC. and the duly adopted agreement and act of the said corporation.

WITNESS my hand on this 23rd day of April, 1996.

  
Secretary, RETRO LINK ASSOCIATES, INC.

I, Roger Sloan, Secretary of NOTIS SYSTEMS, INC., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary, that the Agreement and Plan of Merger to which this Certificate is attached, after having been first duly signed on behalf of the said corporation and having been signed on behalf of DYNIX, INCORPORATED, a corporation of the State of Utah, DYNIX MARQUIS, INC., a corporation of the State of Utah, and RETRO LINK ASSOCIATES, INC., a corporation of the State of Utah, was duly adopted pursuant to section 228 of the General Corporation Law of Delaware by the written consent of the sole stockholder holding fifty thousand (50,000) shares of the capital stock of the corporation, same being all of the shares issued and outstanding having voting power, which Agreement and Plan of Merger was thereby adopted as the act of the sole stockholder of said NOTIS SYSTEMS, INC., and the duly adopted agreement and act of the said corporation.

WITNESS my hand on this 23rd day of April, 1996.



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Secretary, NOTIS SYSTEMS, INC.

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