

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/30/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mid-Continent Office Distributors, Inc.		09/28/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Office Source, Inc.
Street Address:	8753 Yates Dr., Suite 200
City:	Westminster
State/Country:	COLORADO
Postal Code:	80031
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1357317	OFFICE SOURCE

CORRESPONDENCE DATA

Fax Number: (303)893-1379
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 303-892-7353
 Email: pantea.garroussi@dgsllaw.com
 Correspondent Name: Pantea Garroussi, Davis Graham & Stubbs
 Address Line 1: 1550 17th Street, Suite 500
 Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	150368-9999
NAME OF SUBMITTER:	Pantea Garroussi
Signature:	/Pantea Garroussi/

CH \$40.00 1357317

Date:

01/29/2007

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CALIFORNIA EQUIPMENT DISTRIBUTORS, INC.", A DELAWARE CORPORATION,

"MID-CONTINENT OFFICE DISTRIBUTORS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "OFFICE SOURCE, INC." UNDER THE NAME OF "OFFICE SOURCE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2006, AT 5:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2006, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3804221 8100M

060897081

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5080500

DATE: 09-29-06

TRADEMARK

REEL: 003470 FRAME: 0330

CERTIFICATE OF OWNERSHIP AND MERGER

merging

CALIFORNIA EQUIPMENT DISTRIBUTORS, INC.
a Delaware corporation

and

MID-CONTINENT OFFICE DISTRIBUTORS, INC.,
a Delaware Corporation

with and into

OFFICE SOURCE, INC.
a Delaware corporation

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

Office Source, Inc., a corporation organized and existing under the laws of Delaware (the "Corporation"), for the purpose of merging its wholly-owned subsidiaries, California Equipment Distributors, Inc., a corporation organized and existing under the laws of Delaware ("CED") and Mid-Continent Office Distributors, Inc., a corporation organized and existing under the laws of Delaware ("Mid-Con") with and into the Corporation, hereby certifies as follows:

FIRST: That the Corporation owns all of the issued and outstanding shares of capital stock of each of CED and Mid-Con.

SECOND: That the Corporation, by the resolutions of its Board of Directors adopted on the 20th day of September, 2006, and attached hereto as Exhibit A, determined to, and effective at 11:59 p.m. Eastern Time on September 30, 2006 does, merge CED and Mid-Con with and into itself on the conditions set forth in such resolutions.

IN WITNESS WHEREOF, Office Source, Inc. has caused this certificate to be signed by Richard L. Millett, Jr., its duly authorized officer, this 28th day of September, 2006.

Office Source, Inc., a Delaware corporation

By: /s/Richard L. Millett, Jr.

Name: Richard L. Millett, Jr.

Title: Chief Financial Officer

*State of Delaware
Secretary of State
Division of Corporations
Delivered 05:43 PM 09/28/2006
FILED 05:43 PM 09/28/2006
SRV 060897081 - 3804221 FILE*

Exhibit A

Resolutions

WHEREAS, it has been determined that it is advisable and in the best interests of the Corporation that the Corporation's wholly-owned subsidiaries, California Equipment Distributors, Inc., a Delaware corporation ("CED") and Mid-Continent Office Distributors, Inc., a Delaware corporation ("Mid-Con," together with CED, each a "Subsidiary" and collectively the "Subsidiaries") be merged with and into the Corporation in a transaction pursuant to which the separate corporate existence of CED and Mid-Con shall cease and the Corporation shall be the surviving corporation (the "Merger").

NOW, THEREFORE, BE IT RESOLVED, that the form, terms and provisions of the Plan of Merger, in substantially the form attached hereto as Exhibit A, pursuant to which each Subsidiary shall be merged with and into the Corporation, the separate corporate existence of each Subsidiary shall cease and the Corporation shall be the surviving corporation and succeed to the ownership of all of the assets, have the rights, powers and privileges and assume all of the obligations of each Subsidiary, and the Corporation's performance of its obligations thereunder be, and they hereby are, adopted and approved in all respects; and

FURTHER RESOLVED, that the Merger shall be effective upon the filing of a Certificate of Ownership and Merger (the "Certificate") with the office of the Secretary of State of the State of Delaware pursuant to Section 253 of the Delaware General Corporation Law or at the date and time set forth therein (such date and time being referred to herein as the "Effective Time"); and

FURTHER RESOLVED, that at the Effective Time, by virtue of the Merger and without any further action on the part of the Corporation or the Subsidiaries, each share of stock of CED and Mid-Con issued and outstanding immediately prior to the Effective Time shall cease to be outstanding and shall be deemed cancelled; and

FURTHER RESOLVED, that the Chief Executive Officer and Chief Financial Officer of the Corporation be, and each of them hereby is, authorized to execute the Certificate in such form as the officer executing such document shall deem appropriate, such execution to be conclusive evidence of the approval by the Board thereof, and to cause the same to be filed and recorded in accordance with the laws of the State of Delaware, to cause such other documents to be filed and such fees to be paid as necessary or appropriate in the State of Delaware, and to do and cause to be done any and all acts and things which they may deem necessary or appropriate in connection with the Merger; and

FURTHER RESOLVED, that in order to fully carry out the intent and effectuate the purpose of the foregoing resolutions, the Chief Executive Officer and Chief Financial Officer of the Corporation be, and they hereby are, authorized (i) to take all such further actions contemplated by the Merger authorized in the foregoing resolutions, (ii) to execute and deliver all such further agreements, instruments, certificates, documents and amendments relating thereto or contemplated therein or deemed necessary or advisable by such officers in order to carry out the transactions contemplated by the foregoing resolutions in the name and on behalf of the Corporation including, but not limited to, any required federal, state or governmental agency filings, and (iii) to pay all such fees and expenses, which shall in their judgment be necessary, proper or advisable.