

03-05-2007

RE



2007 MAR -2 AM 10:54

103377821

FINANCE SECTION

To the Director of the U. S. Patent and T

Documents or the new address(es) below.

3.2.07

1. Name of conveying party(ies):

Newstec, Inc.

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

Citizenship (see guidelines) US

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Quipp Systems, Inc.
 Internal Address: _____
 Address: _____
 Street Address: 4800 NW 157th Street
 City: Miami
 State: Florida
 Country: USA Zip: 33014

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship US
- Other _____ Citizenship _____

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)

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

Execution Date(s) Decmber 31, 2006

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,970,634

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: Daniel H. Golub

Internal Address: _____

Street Address: 1701 Market Street

City: Philadelphia

State: Pennsylvania Zip: 19103

Phone Number: 215-963-5055

Fax Number: 215-963-5001

Email Address: dgolub@mporganlewis.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- 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 50-0310 Authorized User Name Daniel H. GOLUB

9. Signature:

Signature

February 27, 2007

Date

Daniel H. Golub
Name of Person Signing

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

Exhibit A

PLAN OF MERGER

MERGING

NEWSTEC, INC.
(a Massachusetts corporation)

WITH AND INTO

QUIPP SYSTEMS, INC.
(a Florida corporation)

PLAN OF MERGER (the "Plan of Merger"), dated as of December 31, 2006 by and between Newstec, Inc., a Massachusetts corporation ("Newstec"), and Quipp Systems, Inc., a Florida corporation ("Quipp Systems"), with reference to the following recitals:

A. Quipp, Inc., a Florida corporation ("Parent"), owns all of the outstanding shares of capital stock of each of Newstec and Quipp Systems.

B. The Board of Directors and the sole shareholder of Newstec and the Board of Directors of Quipp Systems have adopted resolutions approving this Plan of Merger in accordance with the Massachusetts Business Corporation Act (the "MBCA") and the Florida Business Corporation Act (the "FBCA").

NOW, THEREFORE, the parties hereto, in consideration of the mutual covenants herein contained and intending to be legally bound, agree as follows:

1. Parties to Merger. Newstec and Quipp Systems (such corporate parties to the merger being hereinafter sometimes collectively referred to as the "Constituent Corporations") shall effect a merger (the "Merger") in accordance with and subject to the terms and conditions of this Plan of Merger.

2. Merger; Service of Process. At the Effective Time (as defined in Section 3 hereof), Newstec shall be merged with and into Quipp Systems, which latter corporation shall be, and is hereinafter sometimes referred to as, the "Surviving Corporation." The Surviving Corporation, which shall continue to be governed by the laws of the State of Florida, hereby agrees that it may be served with process in the Commonwealth of Massachusetts in any proceeding for enforcement of any obligation of Newstec, as well as for enforcement of any obligation of the Surviving Corporation arising from the merger. A copy of such process shall be mailed by the Secretary of State of the Commonwealth of Massachusetts to the Surviving Corporation at 4800 NW 157th Street, Miami, FL 33014.

3. Filing and Effective Time. Articles of Merger to be filed with the Secretary of State of the Commonwealth of Massachusetts in accordance with Chapter 156D, Section 11.06 of the MBCA and Articles of Merger to be filed with the Secretary of State of the State of Florida in accordance with Section 607.1109 of the FBCA shall be delivered to the appropriate state officials for filing. The Merger shall become effective on December 31, 2006 (the "Effective Time").

4. Articles of Incorporation. At the Effective Time, the Articles of Incorporation of Quipp Systems shall be and thereafter remain the Articles of Incorporation of the Surviving Corporation, until amended in accordance with applicable law, and the Surviving Corporation shall continue to be a corporation organized and governed by the laws of the State of Florida.

5. Bylaws. At the Effective Time, the Bylaws of Quipp Systems shall be and thereafter remain the Bylaws of the Surviving Corporation until altered, amended or repealed in the manner therein provided in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation and applicable law.

6. Directors and Officers. At the Effective Time, the directors and the officers of Quipp Systems shall be the directors and the officers of the Surviving Corporation. Each such director and officer shall hold office until his resignation or removal, in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation and applicable law.

7. Effect of Merger. At the Effective Time, the Merger shall have the effect set forth in the MBCA and the FBCA.

8. Further Assurances. Each of the Constituent Corporations shall use their best efforts to take all action and to do all things necessary in order to consummate and make effective the actions contemplated in this Plan of Merger. If at any time the Surviving Corporation, or its successors or assigns, shall consider or be advised that any further assignments or assurances in law or any other acts are necessary or desirable to (a) vest, perfect or confirm, of record or otherwise, in the Surviving Corporation its rights, title or interest in, to or under any of the rights, properties or assets of Newstec acquired or to be acquired by the Surviving Corporation as a result of, or in connection with, the merger, or (b) otherwise carry out the purposes of this Plan of Merger, Newstec and its proper directors and officers shall be deemed to have granted to the Surviving Corporation an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to vest, perfect or confirm title to and possession of such rights, properties or assets in the Surviving Corporation and otherwise to carry out the purposes of this Plan of Merger; and the proper directors and officers of the Surviving Corporation are fully authorized in the name of Newstec or otherwise to take any and all such action.

9. Capital Stock. At the Effective Time, all of the issued and outstanding shares of Newstec shall, by virtue of the Merger, and without any action on the part of the holder thereof, cease to be outstanding, shall be canceled and retired without any payment of any consideration therefor and shall cease to exist. As the sole shareholder of each of the Constituent Corporations,

Parent shall receive value for such cancelled shares of Newstec through its ownership interest in the Surviving Corporation.

10. Amendment or Termination. This Plan of Merger may be terminated at any time on or before the Effective Date by agreement of the Boards of Directors of the Constituent Corporations. This Plan of Merger may be amended at any time on or before the Effective Date solely by agreement of the Boards of Directors of the Constituent Corporations except for such changes for which shareholder approval is required pursuant to Chapter 156D, Section 11.02(e) of the MBCA or Section 607.1103(8) of the FBCA.

11. Counterparts. This Plan of Merger may be executed in counterparts each of which shall be deemed an original and all of which together shall be considered one and the same agreement. The parties agree that a facsimile may be executed as an original.

REMAINDER OF PAGE LEFT INTENTIONALLY BLANK

IN WITNESS WHEREOF, the parties hereto have duly executed this Plan of Merger as of the date first written above.

NEWSTEC, INC.,
a Massachusetts corporation

By: Eric Bello
Name: Eric Bello
Title: Secretary and Treasurer

Quipp Systems, Inc.,
a Florida corporation

By: Eric Bello
Name: Eric Bello
Title: VP OF FINANCE