

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/24/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Brand Name Management, Inc.		10/24/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Brand Name Management, Inc.
Street Address:	200 South Tryon
Internal Address:	Suite 520
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28202
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3230068	VOLT

CORRESPONDENCE DATA

Fax Number: (212)425-5288
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (212) 425-7200
 Email: tmdocketny@kenyon.com
 Correspondent Name: Howard J. Shire, Esq.
 Address Line 1: One Broadway
 Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	13692/2
NAME OF SUBMITTER:	Howard J. Shire, Esq.
Signature:	/Howard J. Shire/

TRADEMARK

Date:

05/06/2008

Total Attachments: 5

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State of New York }
Department of State } SS:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **November 13, 2006**



A handwritten signature in black ink, appearing to be "R. J. ...", is written over the seal area.

Special Deputy Secretary of State

DOS-1266 (Rev. 11/05)

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CERTIFICATE OF MERGER

OF

BRAND NAME MANAGEMENT, INC.

Under Section 907 of the Business Corporation Law.

Filed by: Stephen R. Brill, Esq.

(Name)

c/o Fox Rothschild LLP, 997 Lenox Dr., Building 3

(Mailing address)

Lawrenceville, NJ 08648

(City, State and Zip code)

Certificate of Merger

of

Brand Name Management, Inc.
(a New York corporation)

into

Brand Name Management, Inc.
(a Delaware corporation)

Under Section 907 of the Business Corporation Law

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted an Agreement and Plan of Reincorporation Merger ("Plan of Merger") setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the foreign constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "Surviving Constituent Corporation", is Brand Name Management, Inc. The jurisdiction of its incorporation is the State of Delaware and the date of its incorporation therein is October 23, 2006.

No Application for Authority in the State of New York of the Surviving Constituent Corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York; and it is not to do business in the State of New York until an Application for Authority shall have been filed by the Department of State of the State of New York.

THIRD: The name of the domestic constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "Merged Constituent Corporation", is Brand Name Management, Inc. The date upon which its certificate of incorporation was filed with the Department of State is May 24, 1994.

FOURTH: As to each constituent corporation, the Plan of Merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

Brand Name Management, Inc., a Delaware corporation

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
<u>Common</u>	<u>1000</u>	<u>Common</u>	<u>N/A</u>

Brand Name Management, Inc., a New York corporation

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
<u>Common</u>	<u>200</u>	<u>Common</u>	<u>N/A</u>

FIFTH: The merger herein certified was authorized in respect of the merged constituent corporation by the unanimous written consent of holders of outstanding shares of the corporation entitled to vote on the plan of merger, in accordance with Section 615 of the Business Corporation Law of the State of New York. Written notice has been given as and to the extent required by Section 615 of the Business Corporation Law of the State of New York.

SIXTH: The merger herein certified is permitted by the laws of the jurisdiction of incorporation of the Surviving Constituent Corporation and is in compliance with said laws.

SEVENTH: The Surviving Constituent Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the Merged Constituent Corporation, for the enforcement of any liability or obligation of the Surviving Constituent Corporation for which the Surviving Constituent Corporation is previously amenable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law of the State of New York, of the right of shareholders of the Merged Constituent Corporation to receive payment for their shares against the Surviving Constituent Corporation.

EIGHTH: The Surviving Constituent Corporation agrees that, subject to the provisions of section 623 of the Business Corporation Law of the State of New York, it will promptly pay to the shareholders of the Merged Constituent Corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of

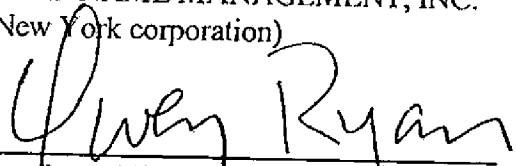
New York relating to the rights of shareholders to receive payment for their shares.

NINTH: The Surviving Constituent Corporation hereby designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law of the State of New York in any action or special proceeding. The post office address without the State of New York to which the said Secretary of State shall mail a copy of any process against the surviving corporation served upon him is:

Brand Name Management, Inc.
500 South Tryon, Suite 520
Charlotte, NC 28202

TENTH: The Merged Constituent Corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by each constituent domestic corporation have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of merger has been filed by the constituent domestic corporation. The said report, if estimated, is subject to amendment. The surviving foreign corporation agrees that it will within thirty days after the filing of the certificate of merger file the cessation tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the said Department of Taxation and Finance by each constituent domestic corporation.

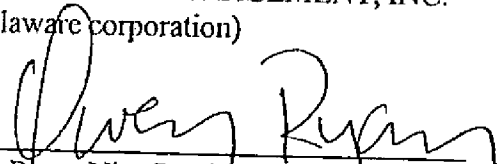
BRAND NAME MANAGEMENT, INC.
(a New York corporation)



Owen Ryan, Vice President

Dated: October 24, 2006

BRAND NAME MANAGEMENT, INC.
(a Delaware corporation)



Owen Ryan, Vice President

Dated: October 24, 2006

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