

01-04-1999



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12-21-1998

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Patent & TMO/TM Mail Rpt Dt. #34

To the Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type **MRD 12-21-98**

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

- Conveyance Type
- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year _____
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name The William Byrd Press, Inc.

06 30 98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Virginia

Receiving Party

Mark if additional names of receiving parties attached

Name Cadmus Journal Services, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2901 Byrdhill Road

Address (line 2) _____

Address (line 3) Richmond

City

Virginia

State/Country

23228

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Virginia

FOR OFFICE USE ONLY

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 WAITING
 00000094
 12/31/98

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1919341"/>	<input type="text" value="1089853"/>	<input type="text"/>
<input type="text" value="1690662"/>	<input type="text" value="1082855"/>	<input type="text"/>
<input type="text" value="1367115"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:


Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing



Signature

Date Signed

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

CADMUS JOURNAL SERVICES, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is December 28, 1904.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: July 10, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

the foregoing is a true copy of the ARTICLES OF MERGER of CADMUS JOURNAL SERVICES, INC. issued June 30, 1998.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: July 10, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission

ARTICLES OF MERGER
of
LANCASTER PRESS, INC.
and
CADMUS JOURNAL SERVICES, INC.
WITH AND INTO
THE WILLIAM BYRD PRESS, INCORPORATED

DM

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The undersigned foreign and domestic corporations (collectively, the "Constituent Corporations") hereby execute these Articles of Merger for the purpose of merging LANCASTER PRESS, INC. and CADMUS JOURNAL SERVICES, INC. with and into THE WILLIAM BYRD PRESS, INCORPORATED:

I. The name of each of the undersigned corporations and the state in which it is incorporated is as follows:

<u>Name of Corporation</u>	<u>State</u>
Lancaster Press, Inc.	Delaware
Cadmus Journal Services, Inc.	Virginia
The William Byrd, Press, Incorporated	Virginia

- II. The surviving entity is The William Byrd Press, Incorporated, a corporation duly organized and existing under the laws of the Commonwealth of Virginia.
- III. This merger is permitted by the laws of the State of Delaware, under which Lancaster Press, Inc. is organized, and by the laws of the Commonwealth of Virginia, under which Cadmus Journal Services, Inc. and The William Byrd Press, Incorporated are organized.
- IV. Attached hereto and incorporated herein by this reference is a copy of the agreement and plan of merger ("Plan of Merger") by which Lancaster Press, Inc. and Cadmus Journal Services, Inc. shall be merged with and into The William Byrd Press, Incorporated.
- V. Each of the Constituent Corporations has complied with the applicable provisions of the respective laws of the State of Delaware and the Commonwealth of Virginia under which each was organized with respect to the merger.

- VI. The Plan of Merger was duly approved by written consent of the board of directors of each of the Constituent Corporations and by written consent of their sole shareholder in accordance with Virginia law and Delaware law, respectively.
- VII. The effective time and date of the certificate of merger issued by the Virginia State Corporation Commission, and the time and date at and on which the merger shall be effective, is 11:59 p.m. on June 30, 1998.
- VIII. Each of the Constituent Corporations agrees to merge on the terms set forth herein and in the Plan of Merger.

IN WITNESS WHEREOF, these Articles are signed by the Vice President and Secretary of each Constituent Corporation this 29th day of June, 1998.

LANCASTER PRESS, INC.


By: _____

Bruce V. Thomas
Vice President and Secretary

CADMUS JOURNAL SERVICES, INC.


By: _____

Bruce V. Thomas
Vice President and Secretary

THE WILLIAM BYRD PRESS, INCORPORATED


By: _____

Bruce V. Thomas
Vice President and Secretary

**Agreement and Plan of Merger
of
LANCASTER PRESS, INC.
and
CADMUS JOURNAL SERVICES, INC.
with and into
THE WILLIAM BYRD PRESS, INCORPORATED**

This Agreement and Plan of Merger dated as of June 15, 1998 (the "Plan of Merger") by and among Lancaster Press, Inc., a Delaware corporation, Cadmus Journal Services, Inc., a Virginia corporation, and The William Byrd Press, Incorporated, a Virginia corporation (collectively, the "Constituent Corporations").

WHEREAS, all of the issued and outstanding shares of common stock of each of the Constituent Corporations is owned by Cadmus Printing Group, Inc., a Virginia corporation;

WHEREAS, the respective Boards of Directors of each of the Constituent Corporations have determined that it is in the best interest of each of the Constituent Corporations to engage in a reorganization in which Lancaster Press, Inc. and Cadmus Journal Services, Inc. merge with and into The William Byrd Press, Incorporated in a tax-free merger pursuant to the provisions of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended (the "Merger"), upon the terms and conditions hereinafter provided.

NOW THEREFORE, in consideration of the premises, the mutual covenants herein contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. The Parties; Surviving Corporation. Lancaster Press, Inc., a corporation organized and existing under the laws of Delaware and Cadmus Journal Services, Inc., a corporation organized and existing under the laws of the Commonwealth of Virginia shall merge with and into The William Byrd Press, Incorporated, a corporation organized and existing under the laws of the Commonwealth of Virginia. The William Byrd Press, Incorporated shall be the surviving corporation.

2. Articles of Incorporation; Bylaws; Name Change. On the Effective Date (as hereinafter defined), the Articles of Incorporation and the Bylaws of The William Byrd Press, Incorporated, the surviving corporation, shall remain the same as prior to the Merger (until altered or amended in accordance with applicable law); provided, however that the Articles of Incorporation of The William Byrd Press, Incorporated shall be amended as of the Effective Date of the Merger to change the name of the surviving corporation to Cadmus Journal Services, Inc.

3. Cancellation of Shares. On the Effective Date, all the issued and outstanding shares of each of Lancaster Press, Incorporated and Cadmus Journal Services, Inc. shall be canceled and

shall cease to exist and the certificates evidencing all the issued and outstanding shares of each of Lancaster Press, Inc. and Cadmus Journal Services, Inc. shall be deemed canceled.

4. Approval by Sole Shareholder. The Plan of Merger shall be approved and adopted by written consent of the sole shareholder of each of the Constituent Corporations.

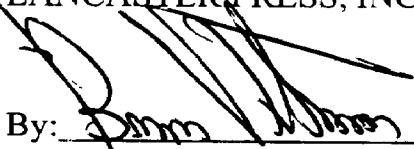
5. Effective Time and Date. The Merger shall be effective at the time and date specified in the Articles of Merger filed with the State Corporation Commission of the Commonwealth of Virginia (the "Commission") or if no such date or time are specified, the time and date at which the Commission issues a Certificate of Merger (the "Effective Date").

6. Effect of the Merger. On the Effective Date, the Merger shall have the effect stated in § 13.1-721 of the Virginia Stock Corporation Act.

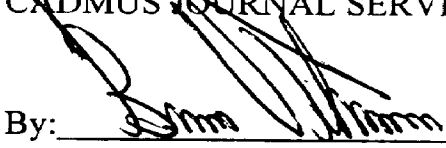
7. Board Approval; Termination and Abandonment. The Plan of Merger has been adopted by the Boards of Directors of the Constituent Corporations and may be terminated and the Merger abandoned by the respective Boards of Directors at any time prior to the Effective Date.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their respective officers, all as of the date first written above.

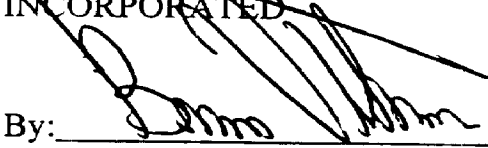
LANCASTER PRESS, INC.


By: _____
Bruce V. Thomas
Vice President and Secretary

CADMUS JOURNAL SERVICES, INC.


By: _____
Bruce V. Thomas
Vice President and Secretary

THE WILLIAM BYRD PRESS,
INCORPORATED


By: _____
Bruce V. Thomas
Vice President and Secretary

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

June 30, 1998

The State Corporation Commission finds the accompanying articles submitted on behalf of

BYRD PRESS, INCORPORATED, THE WILLIAM

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

Cadmus Journal Services, Inc.
LANCASTER PRESS, INC. (A DE CORPORATION NOT
QUALIFIED IN VA)

is merged into CADMUS JOURNAL SERVICES, INC. (formerly BYRD PRESS, INCORPORATED, THE WILLIAM), which continues to exist under the laws of VIRGINIA with the name CADMUS JOURNAL SERVICES, INC.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on June 30, 1998.

STATE CORPORATION COMMISSION

By



Commissioner

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