

MAR 9/25/00

FORM PTO-1594 (Rev. 6-93) OMB No. 0551-0011 (exp. 4/94)

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12-01-2000



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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): The Stero Company 3200 Lakeville Highway Petaluma, CA 94954
Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Premark International, Inc. Internal Address: Street Address: 3600 West Lake Avenue City: Glenview State: IL ZIP: 60025
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: N/A Yes No
(Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other
Execution Date: May 21, 1996

4. Application number(s) or patent number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 248248 2352049 2352050
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Beverly J. Shunick Internal Address: Beverly J. Shunick & Associates, Inc. Street Address: P. O. Box 1088 City: Morton Grove State: IL ZIP: 60053

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41).....\$ 90.00 Enclosed Authorized to be charged to deposit account
8. Deposit account number: 16-2445
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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. Beverly J. Shunick Signature Date 9/19/2000
Name of Person Signing Total number of pages including cover sheet, attachments, and document: 5

**CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
THE STERO COMPANY  
INTO  
PREMARK INTERNATIONAL, INC.**

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, pursuant to Section 253(a) of the General Corporation Law of the State of Delaware DOES HEREBY CERTIFY:

**FIRST:** That this corporation was incorporated on the 29th day of August, 1986, pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** That this corporation owns all of the outstanding shares of the capital stock of The Stero Company, a corporation incorporated on the 3rd day of April, 1985, pursuant to the General Corporation Law of the State of Delaware.

**THIRD:** That this corporation, by the following resolutions of its Executive Committee of the Board of Directors pursuant to Article 6 of the By-Laws of the corporation, duly adopted on the 21st day of May, 1996, determined to and did merge into itself said The Stero Company:

**RESOLVED,** that Premark International, Inc. merge, and it hereby does merge into itself The Stero Company and assumes all of its obligations; and further

**RESOLVED,** that the merger shall be effective at the close of business on the 24th day of May, 1996; and further

**RESOLVED,** that the proper officers of this Corporation be and they hereby are directed to execute, under the corporate seal of this Corporation, a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said The Stero Company and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever, may be in anywise necessary or proper to effect said merger; and further

**RESOLVED,** that the name of this Corporation, effective upon the effectiveness of the foregoing merger, shall be Premark International, Inc.

**FOURTH:** Anything herein or elsewhere to the contrary notwithstanding this merger may be terminated and abandoned by the Board of Directors of Premark International, Inc. at any time prior to the effective date of the merger.

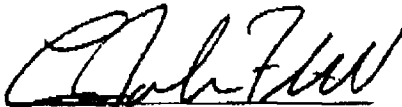
STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:40 PM 05/22/1996  
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FIFTH: This Certificate of Ownership and Merger shall be effective on May 24, 1996.

Dated: May 21, 1996

PREMARK INTERNATIONAL, INC.

[SEAL]

By:   
L. John Fletcher  
Vice President

Attest:

  
Thomas M. Roehlk  
Assistant Secretary

State of Illinois )  
                          ) SS  
County of Lake)

On this 21st day of May, 1996, personally came before me, a Notary Public in and for the County and State aforesaid, L. John Fletcher, a Vice President of Premark International, Inc., a corporation of the State of Delaware, and he duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation and the facts stated therein are true; and that the seal affixed to said certificate and attested by the Assistant Secretary of said corporation is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have herunto set my hand and seal of office the day and year aforesaid.

*Renée L. Kenyon*  
Notary Public

(SEAL)



Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"THE STERO COMPANY", A DELAWARE CORPORATION, WITH AND INTO "PREMARK INTERNATIONAL, INC." UNDER THE NAME OF "PREMARK INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF MAY, A.D. 1996, AT 12:40 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-FOURTH DAY OF MAY, A.D. 1996.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

08-14-00

DATE: