

01-12-2001

Handwritten: 12.22.01



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Submission Type

- 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
- Change of Name
- Other

Effective Date
Month Day Year
5/9/00

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

01/11/2001 MTHAI1 00000006 75829465

01 FC:481 40.00 DP
02 FC:482 50.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027/Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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" value="75829465"/>	<input type="text" value="75828613"/>	<input type="text" value="75829470"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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

COLLECT TECHNOLOGY, INC.

Jay Steinmetz

By:

12/19/00

Name of Person Signing

Signature

Date Signed

ARTICLES OF MERGER
MERGING
COLLECT TECHNOLOGY, INC.
(A Maryland Corporation)
INTO
BARCODING.COM, INC.
(A Delaware Corporation)

THESE ARTICLES OF MERGER are entered into this 3rd day of March 2000, by and between COLLECT TECHNOLOGY, INC., a Corporation existing and formed under the Laws of the State of Maryland, and BARCODING.COM, INC., a Corporation existing and formed under the Laws of the State of Delaware.

THIS IS TO CERTIFY:

FIRST: BARCODING.COM, INC., a Corporation organized and existing under the laws of the State of Delaware (hereinafter referred to as the "Parent Corporation" or "Surviving Corporation"), and COLLECT TECHNOLOGY, INC., a Corporation organized and existing under the laws of the State of Maryland (hereinafter referred to as the "Subsidiary Corporation") agree that the Subsidiary Corporation shall be merged into the Parent Corporation. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these Articles of Merger.

SECOND: The Parent Corporation shall survive the merger and shall continue under the name of BARCODING.COM, INC., which Corporation was incorporated under the Laws of the State of Delaware.

THIRD: The parties to these Articles of Merger are BARCODING.COM, INC., a Corporation organized on February 28, 2000, existing under the general laws of the State of Delaware, and COLLECT TECHNOLOGY, INC., a Corporation organized on September 14, 1998 and existing under the general laws of the State of Maryland.

FOURTH: No amendment is made to the Charter of the Parent Corporation as part of the merger. The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.

FIFTH: The total number of shares of stock of all classes which the Parent Corporation has authority to issue is TEN MILLION (10,000,000) shares with One Tenth of One Cent (\$.001) par value each, with a total aggregate par value of Ten Thousand Dollars (\$10,000.00). The total number of shares of stock is divided into NINE MILLION (9,000,000) shares of common stock (hereinafter referred to as the "Parent Common Stock"), with a total aggregate par value of Nine Thousand Dollars (\$9,000.00), and ONE MILLION (1,000,000) shares of preferred stock (hereinafter referred to as the "Parent Preferred Stock"), with a total aggregate par value of One Thousand Dollars (\$1,000.00).

The total number of shares of stock of all classes which the Subsidiary Corporation has authority to issue is FIVE THOUSAND (5,000) shares of Common Stock without par value (hereinafter referred to as the "Subsidiary Common Stock").

SIXTH: The number of outstanding shares of the Subsidiary Corporation owned by the Parent Corporation, being more than ninety percent (90%) of the issued shares, is as follows:

	<u>Common Stock without par value</u>
Total Shares Outstanding	600
Shares Owned by Parent Corporation	100%

SEVENTH: There are no shares of Subsidiary Common Stock which are not owned by the Parent Corporation on the effective date of the merger.

All issued shares of the Subsidiary Common Stock which are owned by the Parent Corporation and all shares of the Subsidiary Common Stock held in its treasury on the date of the merger shall be canceled without consideration on the effective date of the merger.

EIGHTH: The principal office of the Subsidiary Corporation, organized under the laws of the State of Maryland, is located in Baltimore City, State of Maryland.

Neither the Parent Corporation nor the Subsidiary Corporation owns real property in the State of Maryland or elsewhere.

NINTH: The location of the principal office of the Parent Corporation in the State of Delaware, the State of its incorporation, is 15 E. North Street, Dover, Delaware, 19901, Kent County, Delaware. The name and address of the resident agent of said Parent Corporation in Delaware, service of process upon whom shall bind such Corporation in any action, suit or proceeding pending at the time of filing these Articles of Merger or thereafter instituted or filed against it is ParaCorp Incorporated, 15 E. North Street, Dover, Delaware, 19901. Parent Corporation is qualified to do business in Maryland.

TENTH: The terms and conditions of the transaction set forth in these Articles of Merger were duly advised, authorized and approved by resolution adopted by a unanimous vote of the entire Board of Directors of the Subsidiary Corporation on the 3rd day of March 2000, and thereafter approved by unanimous vote of the Sole Stockholder on March 3rd, 2000, in the manner and by the vote required by the laws of the State of Maryland and by the Articles of Incorporation and By-Laws of said Corporation.

The Agreement of Merger has further been approved, adopted, certified, executed and acknowledged by the constituent corporation in accordance with § 252.

ELEVENTH: The terms and conditions of the transaction set forth in these Articles of Merger were duly advised, authorized and approved by a unanimous vote of the Board of Directors and by a unanimous vote of the Stockholders of the Parent Corporation in the manner and by the vote required by the laws of the State of Delaware and by the Certificate of Incorporation and By-Laws of said Corporation.

TWELFTH: The Agreement of Merger is on file at an office of the Surviving Corporation at 1807 Thames Street, Baltimore, Maryland 21231. A copy of this Agreement of Merger will be furnished by the Surviving Corporation on request and without cost to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, BARCODING.COM, INC. and COLLECT TECHNOLOGY, INC., the corporations parties to the merger, have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by the respective Presidents and witnessed or attested by their respective Secretaries as of this 3rd day of March, 2000.


ATTEST:


Sharon Martin, Secretary


BARCODING.COM, INC.

By: 
Jay Steinmetz, President
Date: 5/9/00

ATTEST:


Sharon Martin, Secretary

COLLECT TECHNOLOGY, INC.

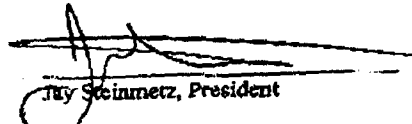
By: 
Jay Steinmetz, President
Date:

THE UNDERSIGNED, President of BARCODING.COM, INC., who executed on behalf of said Corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Merger to be the corporate act of said Corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.



Jay Steinmetz, President

THE UNDERSIGNED, President of COLLECT TECHNOLOGY, INC., who executed on behalf of said Corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Merger to be the corporate act of said Corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.



Jay Steinmetz, President

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