

04-22-2002

U.S. Department of Commerce  
Patent and Trademark Office

4/11/02



HEET

102062289

To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof.

1. Name of conveying party(ies):  
Parcelway Courier Systems Canada Ltd.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation Canada  
 Other

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and Address of receiving party(ies)  
Name: Dynamex Canada Inc.  
Address: 2630 Skymark Avenue, Suite 610  
Mississauga L4W SA4, Ontario, Canada

Individual(s) citizenship \_\_\_\_\_  
Association \_\_\_\_\_  
General Partnership \_\_\_\_\_  
Limited Partnership \_\_\_\_\_  
Corporation- Canada \_\_\_\_\_  
Other \_\_\_\_\_

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)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: October 10, 1996

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,995,019, 2,263,877, 2,106,226 and 2,106,227

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
William M. Borchard, Esq.  
Cowan, Liebowitz & Latman, P.C.  
1133 Avenue of the Americas  
New York, NY 10036-6799

6. Total number of applications and registrations involved:  
4

7. Total fee (37 CFR 3.41)..... \$ 115  
 Enclosed  
 Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415  
(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.*

William M. Borchard                      William M. Borchard                      March 26, 2002  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 11

Mail to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

04/22/2002 LMIJELLER 00000052 1995019

01 FC:461  
02 FC:482

40.00 OP  
75.00 OP

NMP/NMP/23137/34/512017.1

TRADEMARK  
REEL: 002488 FRAME: 0191

APPOINTMENT OF DOMESTIC REPRESENTATIVE

William M. Borchard, Arthur J. Greenbaum, David Goldberg, Midge M. Hyman, Baila H. Celedonia, Mary L. Kevlin, Lynn S. Fruchter, Jeffrey H. Epstein, and all other attorneys of Cowan, Liebowitz & Latman, P.C., 1133 Avenue of the Americas, New York, New York 10036-6799 are hereby appointed applicant's domestic representative upon whom notices or process in proceedings affecting this mark may be served.

DYNAMEX CANADA INC.

By:

  
Name: MARTY PICCOLLO  
Title: PRESIDENT

DATED as of the 18 day of March, 2002.



**Certificate  
of Continuance**

**Canada Business  
Corporations Act**

**Certificat  
de prorogation**

**Loi canadienne sur  
les sociétés par actions**

**DYNAMEX CANADA INC.**

**330456-6**

\_\_\_\_\_  
Name of corporation-Dénomination de la société

\_\_\_\_\_  
Corporation number-Numéro de la société

I hereby certify that the above-named corporation was continued under section 187 of the *Canada Business Corporations Act*, as set out in the attached articles of continuance.

Je certifie que la société susmentionnée a été prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.

Director - Directeur

**October 10, 1996/le 10 octobre 1996**

Date of Continuance - Date de la prorogation



1 - Name of corporation

Dénomination de la société

**DYNAMEX CANADA INC.**

2 - The place in Canada where the registered office is to be situated

Lieu au Canada où doit être situé le siège social

**Regional Municipality of Peel**

3 - The classes and any maximum number of shares that the corporation is authorized to issue

Catégories et tout nombre maximal d'actions que la société est autorisée à émettre

- (i) an unlimited number of preference shares; and
- (ii) an unlimited number of common shares.

The annexed Schedule A is incorporated in this form.

4 - Restrictions, if any, on share transfers

Restrictions sur le transfert des actions, s'il y a lieu

The annexed Schedule B is incorporated in this form.

5 - Number (or minimum and maximum number) of directors  
a minimum of 1 and a maximum of 10

Nombre (ou nombre minimal et maximal) d'administrateurs

6 - Restrictions, if any, on business the corporation may carry on

Limites imposées à l'activité commerciale de la société, s'il y a lieu

None.

7 - (1) If change of name effected, previous name

(1) S'il y a changement de dénomination, dénomination antérieure

**Parcelway Courier Systems Canada Ltd.**

(2) Details of incorporation

(2) Détails de la constitution

**February 8, 1994**

8 - Other provisions, if any

Autres dispositions, s'il y a lieu

The annexed Schedule C is incorporated in this form.

Date			Signature 	Title - Titre <b>Richard K. McClelland President</b>
J	M	Y-A		
27	09	96		

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT

Corporation number - Numéro de la société

230456-6

Filed - Déposée

1028-16/1496

## SCHEDULE A

The rights, privileges, restrictions and conditions attaching to the preference shares and the common shares of the Corporation (the "Share Provisions") are as follows:

### Interpretation

In these Share Provisions, unless there is something in the context otherwise inconsistent therewith, the following terms shall have the following meanings:

- (i) "Act" means the *Canada Business Corporations Act*, as amended, replaced or re-enacted from time to time;
- (ii) "redemption price" means \$1.00 per preference share redeemed or purchased or held at the date of distribution, as the case may be, plus all dividends accrued or owing thereon and unpaid up to but not including the date of such redemption, purchase or distribution, as the case may be;
- (iii) "distribution" means any voluntary or involuntary distribution of assets among the shareholders of the Corporation in connection with the liquidation, dissolution or winding-up of the Corporation, or any other distribution of assets of the Corporation; and
- (iv) "redemption date" means the applicable date fixed for the redemption of any shares of the Corporation.

The Share Provisions, as amended from time to time, shall be read without regard to paragraph headings, which are included for ease of reference only, and with all changes in gender and number required by the context.

### Part 1—Preference Shares

#### 1.1 Dividends

1.1.1 Holders of preference shares are entitled to receive equally, share for share, all dividends if, as and when declared by the directors on the preference shares.

#### 1.2 Distribution

1.2.1 In the event of any distribution, holders of preference shares shall be entitled to receive the redemption price in respect of each preference share before any amount is paid to holders of common shares in respect of the common shares. Thereafter, holders of preference shares shall not be entitled to receive any further payment in respect of the preference shares relating to such distribution.

### 1.3. Voting

1.3.1 Holders of preference shares shall not be entitled to notice of, or to attend or to vote at, any meeting of shareholders of the Corporation, except as required by the Act, but shall be entitled to notice of meetings of shareholders called for the purpose of authorizing the dissolution of the Corporation or the sale, lease or exchange of all or substantially all of the property of the Corporation that is not in the ordinary course of business of the Corporation.

### 1.4 Redemption by the Corporation

1.4.1 The Corporation may, at its option, redeem all or, from time to time, any part of the outstanding preference shares upon payment of the redemption price for each preference share to be redeemed.

1.4.2 In the case of the redemption of preference shares under the provisions of clause 1. 4. 1 hereof, the Corporation shall, at least 30 days before the date specified for redemption, notify each person who, at the date of mailing, is a registered holder of preference shares to be redeemed, of the intention of the Corporation to redeem such preference shares. Such notice shall be sent by mail, postage prepaid, addressed to each holder of such preference shares to be redeemed, at such shareholder's address as it appears on the records of the Corporation or, if the address of any such shareholder does not appear on the Corporation's records, to the last known address of such shareholder; but accidental failure to give any such notice to one or more of such holders of preference shares shall not affect the validity of such redemption. Such notice shall set out the redemption price and the date on which redemption is to take place and, if less than all of the preference shares held by such shareholders are to be redeemed, the number thereof to be redeemed. On or after the date so specified for redemption, the Corporation shall pay, or cause to be paid, to the order of the registered holders of the preference shares to be redeemed the redemption price thereof upon presentation and surrender of the certificates representing the preference shares called for redemption at the registered office of the Corporation, or any other place or places designated in the notice of redemption. If less than all of the preference shares represented by any certificate are redeemed, a new certificate for the balance shall be issued at the expense of the Corporation. Subject to the provisions of subsection 1.4.3 below, on and after the date specified for redemption in any such notice, the holders of such preference shares shall not be entitled to exercise any of the rights of holders of preference shares in respect thereof unless payment of the redemption price has not been made by the Corporation upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of any such shareholder shall remain unaffected.

1.4.3 The Corporation shall have the right, at any time after the mailing of notice of its intention to redeem any preference shares as set forth in subsection 1.4.2 above, to deposit the redemption price for the preference shares so called for redemption or of such of the preference shares represented by certificates as have not at the date of such deposit been surrendered by the holders thereof in connection with such redemption to a special account in a specified chartered bank or a specified trust company in Canada, named in such notice of redemption, to be paid without interest to the order of the holder of such preference shares called for redemption, upon presentation and surrender to such bank or trust company of the certificates representing the

same and, upon such deposit being made or upon the date specified for redemption in such notice, whichever is the later, the preference shares in respect of which such deposit has been made, shall be deemed to be redeemed and the rights of the holders thereof after such deposit or such redemption date, as the case may be, shall be limited to receiving, without interest, their proportionate share of the total redemption price so deposited upon presentation and surrender of the certificates held by them representing such redeemed preference shares. Any interest allowed on any such deposit shall belong to the Corporation. Redemption moneys that are represented by a cheque which has not been presented to the Corporation's bankers for payment or that otherwise remain unclaimed (including moneys held on deposit to a special account as provided for above) for a period of six years from the date specified for redemption shall be forfeited to the Corporation.

1.4.4 If less than all of the preference shares are at any time to be redeemed, the preference shares to be redeemed shall be selected pro rata (disregarding fractions) from all of the holders of record of preference shares thereof as at the date of the notice of redemption or in such other manner as the directors of the Corporation in their discretion may deem equitable.

## **Part 2--Common Shares**

### **2.1 Dividends**

2.1.1 The holders of common shares are entitled to receive equally, share for share, all dividends if, as and when declared by the directors on the common shares.

### **2.2 Distribution**

2.2.1 In the event of any distribution, after the redemption price is paid to the holders of outstanding preference shares, the holders of common shares shall be entitled to receive equally, share for share, any such distribution.

### **2.3 Voting**

2.3.1 The holders of common shares shall be entitled to receive notice of, and to attend, all meetings of shareholders of the Corporation, except meetings at which only holders of a specified class or series of shares are entitled to vote, and, with respect to each vote taken at such meetings, the holders of common shares shall be entitled to one vote for each common share held.

## SCHEDULE B

No share in the capital of the Corporation may be transferred without the consent of the Corporation signified by:

- (a) a resolution of the board of directors;
- (b) an instrument or instruments in writing signed by a majority of the directors;
- (c) an ordinary resolution of the shareholders; or
- (d) an instrument or instruments in writing signed by the holders of a majority of the outstanding voting shares of the Corporation.



## SCHEDULE C

Lien on Shares: Subject to the *Canada Business Corporations Act*, the Corporation has a lien on any share registered in the name of a shareholder or his legal representative for any debt of that shareholder to the Corporation.

No Public Offering: Any invitation to the public to subscribe for any security of the Corporation is prohibited.

50 Shareholders: The number of shareholders of the Corporation is limited to 50, not counting employees of the Corporation or former employees who were shareholders while so employed and who have continued to be shareholders since ceasing to be so employed, and counting joint registered owners as 1 shareholder.

Charging Power: Without restricting any of the powers and capacities of the Corporation, whether derived from the *Canada Business Corporations Act*, or otherwise, the Corporation may mortgage, hypothecate, pledge or otherwise create a security interest in all or any present or future, real or personal, movable or immovable, legal or equitable property of the Corporation (including without limitation its book debts, rights, powers, franchises and undertakings) for any purpose whatsoever.

CORPORATE ACCESS NUMBER

20598303



BUSINESS CORPORATIONS ACT

**CERTIFICATE  
OF  
DISCONTINUANCE**

**PARCELWAY COURIER SYSTEMS CANADA LTD.**

CONTINUED FROM ALBERTA TO CANADA ON OCTOBER 10, 1996.



A handwritten signature in cursive script, appearing to read "G. Boddy".

Registrar of Corporations