

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" value="2118155"/>	<input type="text" value="2162719"/>	<input type="text" value="1985319"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1480592"/>	<input type="text"/>	<input type="text"/>
<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.

Jesse B. Ashe, III

Name of Person Signing

Signature

8/20/02

Date Signed

L



North Carolina

Department of the Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER OF CEM CORPORATION

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 31st day of January, 2002.

Elaine F. Marshall

Secretary of State

Certification Number: 5896875-1 Page: 1 of 3 Ref.# 4747400-DH
Verify this certificate online at www.secretary.state.nc.us/Verification.

R-615757v011.14907.00016

Certificate Number: 5896875-1 Page: 2 of 3 Ref: DH

TRADEMARK
REEL: 002571 FRAME: 0314

20 283 9067

**ARTICLES OF MERGER
OF
CEM LIMITED, LLC
WITH AND INTO
CEM SUBSIDIARY CORPORATION**

CEM Subsidiary Corporation, a North Carolina corporation (the "surviving business entity"), and CEM Limited, LLC, a North Carolina limited liability company (the "merging business entity"), hereby submit these Articles of Merger for the purpose of merging the merging business entity into the surviving business entity:

1. The Plan of Merger is attached hereto as Exhibit A (the "Plan of Merger").
2. The business entities participating in the merger are CEM Subsidiary Corporation, a North Carolina corporation, and CEM Limited, LLC, a North Carolina limited liability company.
3. CEM Subsidiary Corporation will be the surviving business entity, and its address is 3100 Smith Farm Road, Matthews, North Carolina 28106.
4. The Plan of Merger was duly authorized and approved by the surviving business entity and the merging business entity in the manner required by law.
5. The merger will become effective at 10:01 a.m. (Raleigh, North Carolina time) on the date of filing of these Articles of Merger.

This the 23rd day of August, 2000.

CEM SUBSIDIARY CORPORATION

By: Michael J. Collins
Michael J. Collins, President

Plan of Merger

I. **Business Entities Participating in Merger.** CEM Limited, LLC, a limited liability company formed under the laws of North Carolina (the "Merging Business Entity"), will merge with and into CEM Subsidiary Corporation, a corporation formed under the laws of North Carolina ("CEM Subsidiary").

II. **Surviving Business Entity.** CEM Subsidiary shall be the surviving business entity (the "Surviving Business Entity") of the merger.

III. **Terms and Conditions of the Merger.** The merger of the Merging Business Entity into the Surviving Business Entity (the "Merger") will be effected pursuant to the terms and conditions of this Plan of Merger. At the time when the Merger becomes effective (the "Effective Time"), the existence of the Merging Business Entity will cease, and the existence of the Surviving Business Entity will continue.

IV. **Conversion of Interests.** At the Effective Time, the outstanding interests of the business entities participating in the Merger will be converted and exchanged as follows:

A. **Surviving Business Entity.** The outstanding shares of capital stock of CEM Subsidiary shall not be converted, exchanged or altered in any manner as a result of the Merger and will remain outstanding.

B. **Merging Business Entity.** The outstanding membership interests of the Merging Business Entity shall be cancelled.

V. **Abandonment.** After approval of this Plan of Merger by the sole member of the Merging Business Entity and the sole shareholder of the Surviving Business Entity, and at any time prior to the Effective Time of the Merger, the board of directors of the Surviving Business Entity may, in its discretion, abandon the Merger.

VI. **Amendment to Articles of Incorporation.** The Articles of Incorporation of CEM Subsidiary as in effect immediately prior to the Effective Time shall be amended to change the name of CEM Subsidiary to "CEM Corporation", and, as so amended, the Articles of Incorporation and the Bylaws of CEM Subsidiary shall be the articles of incorporation and bylaws of the Surviving Business Entity until thereafter changed or amended as provided therein or by applicable law.