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**COVER SHEET FOR RECORDING OF DOCUM
PURSUANT TO 37 C.F.R. § 3.28**

Registration Number: 2,014,207
Trademark: PRIMESOURCE
No. of Registrations Affected: 1

9-18-02

Names of the Parties Conveying the Interest:

Phillips & Jacobs, Incorporated, merged into Primesource Corporation
Primeource Corporation, merged into Enovation Graphic Systems, Inc.

Name and Address of the Party Receiving the Interest:

Enovation Graphic Systems, Inc.
200 Summit Lake Drive
Valhalla, New York 10595

Transaction(s) to be Recorded: Mergers and Name Changes

Identification of the Interests Involved: Successor-in-interest to all property,
including trademarks

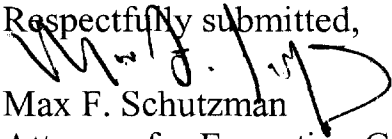
Party to Whom Correspondence Should be Mailed:

Max F. Schutzman, Esq.
Grunfeld, Desiderio, Lebowitz, Silverman & Klestadt
245 Park Avenue, 33rd Floor
New York, New York 10167 (Tel. 212-973-7723)

OFFICE OF PUBLIC RECORDS
2002 SEP 18 AM 8:01
FINANCE SECTION

Effective Dates of Merger Agreement(s):

Phillips & Jacobs, Incorporated merged into Primesource
Corporation.....9/1/94
Primesource Corporation merged into Enovation Graphic Systems,
Inc.....4/1/2002

Respectfully submitted,

Max F. Schutzman
Attorney for Enovation Graphic
Systems, Inc.

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3. The application to register the subject mark, **PRIMESOURCE**, was filed by P & J with the PTO on August 2, 1994.

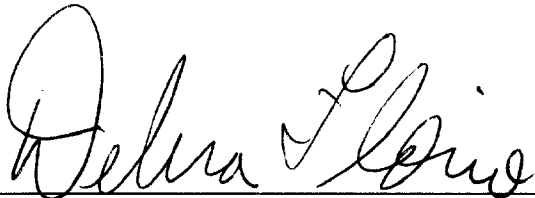
4. Thereafter, by Agreement of Merger dated September 1, 1994, P & J and Momentum Corporation, a Delaware corporation, were merged into P & J. Simultaneously, the Articles of Incorporation of P & J were amended and restated, to change the name of P & J to Primesource Corporation, a Pennsylvania corporation. Attached as **Exhibit A** is a copy of the relevant pages of the Articles of Merger as filed with the Pennsylvania Department of State on September 1, 1994. Additional evidence of this change may be found on the website of the Pennsylvania Department of State at:

www.corps.state.pa.us/basicentity.php?entityno=280367

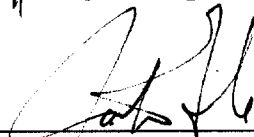
the relevant page of which is attached as **Exhibit B**. Thus, as of 9/1/94, the PRIMESOURCE mark previously owned by P & J was owned by Primesource Corporation.

5. Effective April 1, 2002, Primesource Corporation, the Pennsylvania corporation and then owner of the PRIMESOURCE trademark, was merged with seven (7) other corporations into a different Primesource Corporation, this one a Delaware corporation, under the name Enovation Graphic Systems, Inc., a Delaware corporation. A copy of the certification of the Secretary of State of Delaware attesting to these facts is attached as **Exhibit C**.

6. As a result, the current owner of RN 2,014, 207, is Enovation Graphic Systems, Inc., a Delaware corporation, and it is respectfully requested that the Assignment Division accept this affidavit, together with the attached exhibits, as sufficient evidence thereof, and reflect that fact in the records of the Patent & Trademark Office.


Debra A. Florio

Subscribed and sworn to
before me, a Notary Public
of the State of New York,
this 11 day of September, 2002.



Notary Public

JONATHAN E. FILE
Notary Public, State of New York
No. 4880339
Qualified in Westchester County
Commission Expires Nov. 24, 2007

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Microfilm Number _____

Filed with the Department of State on

SEP 01 1994

Entity Number 280367

Robert M. Hunt

Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

OSCB:15-1926 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: Phillips & Jacobs, Incorporated

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a)

(b) c/o: CT Corporation System
Name of Commercial Registered Office Provider

Philadelphia
County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows: NOT APPLICABLE

Name of Corporation

Address of Registered Office or Name of Commercial Registered Office Provider

County

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on: 5:00 P.M. Pennsylvania time on the date (i) these Articles of Merger are filed with the Pennsylvania Department of State and (ii) a Certificate of Merger is filed with the Delaware Secretary of State.

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of Corporation

Manner of Adoption

Phillips & Jacobs, Incorporated

Adopted by the directors and shareholders of the Corporation pursuant to 15 Pa.C.S. § 1924(a).

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

94 SEP -1 PM 12: 54

PA DEPT. OF STATE

109336.1

Exhibit I

AGREEMENT OF MERGER

AGREEMENT OF MERGER, dated September 1, 1994, between Phillips & Jacobs, Incorporated, a Pennsylvania corporation ("Phillips"), and Momentum Corporation, a Delaware corporation ("Momentum").

WHEREAS, Phillips and Momentum have entered into an Agreement and Plan of Reorganization (the "Plan of Reorganization") which provides for this Agreement of Merger; and

WHEREAS, the Boards of Directors and the shareholders of Phillips and Momentum have approved the merger of Momentum with and into Phillips and the consummation of the transactions contemplated hereby and by the Plan of Reorganization, upon the terms and subject to the conditions set forth herein and in the Plan of Reorganization.

NOW, THEREFORE, in consideration of the representations, warranties, covenants and agreements contained herein and in the Plan of Reorganization, the parties hereto, intending to be legally bound hereby, agree as follows:

ARTICLE I

THE MERGER

Section 1.1 *The Merger.* Upon the terms and subject to the conditions of this Agreement and the Plan of Reorganization, at the Effective Time (as hereinafter defined), in accordance with the Pennsylvania Business Corporation Law of 1988, as amended (the "PBCL"), and the Delaware General Corporation Law, as amended (the "DGCL"), Momentum shall be merged with and into Phillips and the separate existence of Momentum shall thereupon cease (the "Merger"). Phillips, which shall be renamed PrimeSource Corporation, shall be the surviving corporation in the Merger (hereinafter sometimes referred to as the "Surviving Corporation" or "PrimeSource").

Section 1.2 *Effective Time of the Merger.* The Merger shall become effective pursuant to Section 1928 of the PBCL as of 5:00 p.m., Pennsylvania time on the date (the "Effective Time") a copy of this Agreement and the requisite Articles of Merger pursuant to Section 1926 of the PBCL and the requisite Certificate of Merger pursuant to Section 252 of the DGCL and any other documents necessary to effect the Merger in accordance with the PBCL and DGCL are filed with the Department of State of the Commonwealth of Pennsylvania and the office of the Delaware Secretary of State. Such filings shall be made, and shall provide that the instruments filed therewith shall become effective, in accordance with this Agreement and the Plan of Reorganization.

94 SEP -1 PM 12: 54

PA DEPT. OF STATE

Section 1.3 Effects of Merger. The Merger shall have the effects set forth in Section 1929 of the PBCL and Section 259 of the DGCL.

ARTICLE II

THE SURVIVING CORPORATION

Section 2.1 Articles of Incorporation. At the Effective Time, the articles of incorporation of Phillips, as in effect immediately prior to the Effective Time, shall be amended and restated as set forth in Exhibit A.

Section 2.2 Bylaws. At the Effective Time, the bylaws of Phillips, as in effect immediately prior to the Effective Time, shall be amended and restated as set forth in Exhibit B.

Section 2.3 Directors and Officers. At and after the Effective Time, the board of directors of PrimeSource shall be comprised of the persons so designated in Exhibit C hereto and the officers of PrimeSource shall be the persons so designated in Exhibit C hereto, in each case until their respective successors have been duly elected or appointed and qualified or until their earlier death, resignation or removal in accordance with the Surviving Corporation's Articles of Incorporation and bylaws.

ARTICLE III

CONVERSION AND EXCHANGE OF MOMENTUM SHARES

Section 3.1 Conversion of Shares. At the Effective Time, by virtue of the Merger and without any action on the part of any holder of any capital stock of Phillips or Momentum:

(a) Each share of Momentum common stock, par value \$1.00 per share, including shares subject to restricted stock awards and shares held by the Momentum Stock Ownership Plan (but excluding shares held in the Momentum treasury ("Momentum Treasury Shares")) (the "Momentum Shares"), issued and outstanding immediately prior to the Effective Time shall be converted into, and become exchangeable for, 0.71 (the "Exchange Ratio") shares of common stock, par value \$.01 per share, of PrimeSource ("PrimeSource Shares").


(b) Each Momentum Treasury Share shall be canceled and cease to exist at and after the Effective Time and no consideration shall be delivered with respect thereto.


Section 3.2 Exchange of Momentum Certificates.

(a) From and after the Effective Time, each holder of a certificate which immediately prior to the Effective Time represented a Momentum Share (other than Momentum Treasury Shares), shall be entitled to receive in exchange therefor (or upon the provision of an appropriate affidavit of lost certificate and an indemnity bond), upon surrender thereof to an exchange agent selected by Momentum and Phillips (the "Exchange Agent"), (i) a certificate or certificates

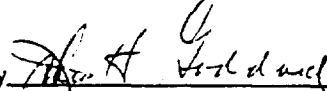
IN WITNESS WHEREOF, Phillips and Momentum have each caused this Agreement of Merger to be signed by their respective officers thereunto duly authorized as of the date first written above.

PHILLIPS & JACOBS, INCORPORATED

By 
Name: JAMES F. MULLAN
Title: PRES and CEO

By 
Name: William A. DeMarco
Title: Secretary

MOMENTUM CORPORATION

By 
Name: John H. Goddard
Title: President and Chief Executive Officer

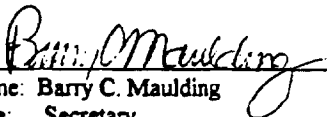
By 
Name: Barry C. Maulding
Title: Secretary

Exhibit A

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
PRIMESOURCE CORPORATION

ARTICLE I
NAME

The name of the corporation (hereinafter called the "Corporation") is PrimeSource Corporation.

ARTICLE II
REGISTERED OFFICE AND AGENT

The registered office of the Corporation in the Commonwealth of Pennsylvania shall be provided by: c/o CT Corporation System. Solely for purposes of venue and official publication, the registered office of this Corporation shall be deemed to be located in Philadelphia County.

ARTICLE III
PURPOSE

The purpose of the Corporation is to maximize growth in shareholder value through long-term profit on invested capital and growth of that capital.

To accomplish this purpose, the Board of Directors, management and employees of the Corporation are expected to exercise appropriate business judgment in discharging their responsibilities to the shareholders of the Corporation. Without limiting this purpose and without limiting the permissible scope of such business judgment or modifying the legal duties and liabilities of the Board of Directors, management and employees, it is expected that they will strive to:

- Evaluate business opportunities with due consideration to the risks to be undertaken;
- Develop and maintain strategic direction for all business segments;
- Develop and maintain superior management and organizational structures;
- Encourage employee involvement in the business process;
- Maintain a working environment in which employees are provided with training, the opportunity for advancement and growth and recognition for their achievements;
- Promote an understanding in the market place of the intrinsic values so created;
- Maintain a dynamic dividend policy that balances the current needs of the shareholders with the needs of the Corporation to preserve a sound financial condition as a foundation for long-term growth;

C O M M O N W E A L T H O F P E N N S Y L V A N I A

D E P A R T M E N T O F S T A T E

MAY 23, 2002

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

PRIMESOURCE CORPORATION

I, C Michael Weaver, acting Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger restating the Articles of Incorporation in their entirety which appear of record in this department

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.



ACTING

C. Michael Weaver
Secretary of the Commonwealth

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Corporations
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DOS Home Page

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(Use Last Name, First Name for business names which consist of a person's first and last name (i.e., Smith, John Inc.))

Basic Entity Information
WITHDRAWN INCORPORATED BUSINESS

ENTITY NO:	280367	TYPE:	WITHDRAWN INCORPORATED BUSINESS	CONSENT:	N
FILED DATE:	3-23-1954				
CURRENT NAME:	PRIMESOURCE CORPORATION				
ORIGINAL NAME:	PHILLIPS & JACOBS, INCORPORATED				
ADDRESS:	C/O C T CORPORATION SYSTEM				
STATE:	PA	ZIP:	19123		
COUNTY:	Philadelphia	CNTRY /JURIS:	PA		
PURP/DESC/CMNT:	BROAD				
LTD AUTH:	N	LTD/INC TERM	PERPETUAL		

[Corporate Officers](#) | [Old Names](#) | [Instrument History](#) |

Pennsylvania Department of State
206 North Office Building, Harrisburg, PA 17120
Phone - (717) 787-1057

Delaware

PAGE 1

The First State

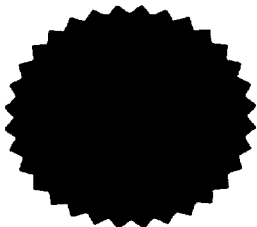
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ENOVATION GRAPHIC SYSTEMS, INC.", A DELAWARE CORPORATION,
"GRAPHIC SYSTEMS, INC.", A NEW JERSEY CORPORATION,
"GVD DISTRIBUTION, INC.", A TEXAS CORPORATION,
"HEARTLAND IMAGING COMPANIES, INC.", A MISSOURI CORPORATION,
"HEARTLAND IMAGING OF INDIANA, INC.", A INDIANA CORPORATION,
"PRIMESOURCE CORPORATION", A PENNSYLVANIA CORPORATION,
"RJG HOLDING COMPANY, INC.", A DELAWARE CORPORATION,
"YOUNG PHILLIPS CORPORATION", A NORTH CAROLINA CORPORATION,

WITH AND INTO "PRIMESOURCE CORPORATION" UNDER THE NAME OF "ENOVATION GRAPHIC SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2002, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF APRIL, A.D. 2002.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3502870 8100M

AUTHENTICATION: 1692886

020202132

DATE: 03-28-02

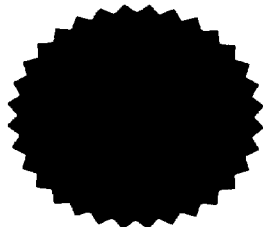
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Delaware

The First State

PAGE 2

NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3502870 8100M

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AUTHENTICATION: 1692886

DATE: 03-28-02

TRADEMARK

RECORDED: 09/18/2002

REEL: 002585 FRAME: 0617