

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

SQP, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other New York
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/30/2000

2. Name and address of receiving party(ies)

Name: Sofco, Inc.

Internal

Address: 9755 Patuxent Woods Dr.

Columbia, MD 21046

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

728,005 - VALAY

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Ronald E. Shapiro

Internal Address: Miles & Stockbridge P.C.

Street Address: _____

1751 Pinnacle Drive, Suite 500

City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1165

DO NOT USE THIS SPACE

9. Signature.

Ronald E. Shapiro

Name of Person Signing



Signature

January 10, 2005

Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

CH \$40.00 501165 0728005

01/10/2005 17:12 FAX 703 610 8686
12/21/04 TUE 15:04 FAX 410 385 3700

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N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: SOFCO, INC.

DOCUMENT TYPE: MERGER (DOM. BUSINESS)

COUNTY: SCHE

SERVICE COMPANY: CSC NETWORKS/PRENTICE HALL

SERVICE CODE: 45

CONSTITUENT NAME: SQP, INC.

FILED:12/20/2000 DURATION:***** CASH#:001220000720 FILM #:001220000666

ADDRESS FOR PROCESS

EFFECT DATE

12/30/2000

REGISTERED AGENT



FILER	FEE	AMOUNT	PAYMENTS	AMOUNT
MILES & STOCKBRIDGE 10 LIGHT STREET BALTIMORE, MD 21202	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	0.00
	CERT	0.00	CHARGE	0.00
	COPIES	10.00	DRAWDOWN	120.00
	HANDLING	50.00	BILLED	0.00
			REFUND	0.00
		120.00		120.00

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TRADEMARK
REEL: 003011 FRAME: 0206

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- Certificate of Merger

of

SQP, INC.

into

SOFCO, INC.

Under Section 905 of the Business Corporation Law

It is hereby certified by the corporation named herein as the surviving corporation as follows:

FIRST: The Board of Directors of the corporation named herein as the surviving corporation has adopted a plan of merger setting forth the terms and conditions of merging the corporation named herein as the subsidiary into the surviving corporation.

SECOND: The name of the subsidiary corporation to be merged, the certificate of incorporation of which was filed by the Department of State on May 14, 1986, is SQP, Inc. The name under which said corporation was formed is Sofco-Plastics, Inc.

THIRD: The name of the surviving corporation, the certificate of incorporation of which was filed by the Department of State on May 19, 1988, is Sofco, Inc. The name under which said corporation was formed is Sofco-Mead, Inc.

FOURTH: The designation and number of outstanding shares of each class of the capital stock of the subsidiary corporation, all of which are owned by the surviving corporation, as set forth in the plan of merger, are as follows:

DESIGNATION	NUMBER	PAR VALUE
Common Stock	200	\$ -0-
Preferred Stock	45	\$10,000

FIFTH: The effective date of the merger herein certified shall be the 30th day of December 2000.

[SIGNATURES FOLLOW]

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12/20/00 WED 08:30 FAX 410 385 3700

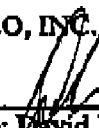
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IN WITNESS WHEREOF, the undersigned has executed this certificate as of this
8th day of December, 2000.


Name: David B. Eberhardt
Assistant Secretary

SOFCO, INC.
By: 
Name: David M. Abramson
Title: Executive Vice President and
Secretary

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CERTIFICATE OF MERGER

OF

SQP, INC.

INTO

SOFCO, INC.

Section 905 of the Business Corporation Law

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1CC
STATE OF NEW YORK
DEPARTMENT OF STATE

DEC 20 2008

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BY: *JAN*

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Filer: Miles & Stockbridge
10 Light Street
Baltimore, MD 21202

Cust. Ref#924050AJC

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SOFCO, INC.

ACTION OF DIRECTORS BY UNANIMOUS WRITTEN CONSENT

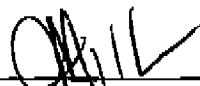
DECEMBER 8, 2000

The undersigned, being all of the Directors of Sofco, Inc., a New York corporation (the "Corporation"), hereby consent to the adoption the following resolutions, in lieu of holding a meeting of the Board of Directors of the Corporation and the recording of these resolutions among the minutes of the proceedings of the Board of Directors of the Corporation and do hereby declare that the actions expressed in the following resolutions shall be and are hereby taken by the directors of the Corporation as of the date first hereinabove written:

IT IS RESOLVED, that the merger of SQP, Inc., a New York corporation ("SQP") with and into the Corporation with the Corporation being the surviving corporation is advisable on substantially the terms and conditions set forth in the Agreement and Plan of Merger dated as of December 8, 2000 (the "Merger Agreement") between SQP and the Corporation;

FURTHER RESOLVED, that upon approval of the Merger Agreement by the Board of Directors of the Corporation, the President, any Vice President, the Secretary or the Treasurer of the Corporation is authorized to execute, acknowledge and deliver the Merger Agreement and all documents and agreements contemplated thereby, and to consummate the transactions contemplated thereby, and to file the Certificate of Merger with the Department of State of the State of New York.

FURTHER RESOLVED, that the effective time of the Certificate of Merger, and the time when the Merger shall become effective, shall be December 30, 2000.



James L. Miller



David M. Abramson