

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1


SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/30/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	The Paper Database, Inc.		09/30/2009
	OPPapers, Inc.		09/30/2009
RECEIVING PARTY DATA			
Name:	The Paper Database, Inc.		
Street Address:	127 S. Brand Blvd.		
Internal Address:	Suite 109		
City:	Glendale		
State/Country:	CALIFORNIA		
Postal Code:	91204		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2962287	OPPAPERS
CORRESPONDENCE DATA			
Fax Number:	(202)533-9099		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-467-8856		
Email:	behogue@vorys.com, iplaw@vorys.com, rsdonnell@vorys.com		
Correspondent Name:	Richard S. Donnell		
Address Line 1:	1909 K Street, NW		
Address Line 2:	9th Floor		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036		
ATTORNEY DOCKET NUMBER:	63058-2/0769/OPPPAPER		
NAME OF SUBMITTER:	Richard S. Donnell		

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TRADEMARK
REEL: 004154 FRAME: 0001

Signature:	/richard s donnell/
Date:	02/23/2010
Total Attachments: 5 source=oppapers#page1.tif source=oppapers#page2.tif source=oppapers#page3.tif source=oppapers#page4.tif source=oppapers#page5.tif	

FILED 
 in the office of the Secretary of State
 of the State of California
 OCT 01 2009

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AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER (this "Agreement"), dated as of September 30, 2009, is made and entered into by and between THE PAPER DATABASE, INC., a California corporation ("Paper Database"), and OPPapers, Inc., a California corporation ("OPPapers"). Paper Database and OPPapers are from time to time throughout this Agreement referred to as the "Constituent Corporations".

WHEREAS, the authorized shares of stock of Paper Database consists of one class of one thousand (1,000) shares of stock (the "Paper Database Stock"), of which all one thousand (1,000) shares are issued and outstanding;

WHEREAS, the authorized shares of stock of OPPapers consists of one class of one thousand (1,000) shares of stock (the "OPPapers Stock"), of which all one thousand (1,000) shares are issued and outstanding;

WHEREAS, the Constituent Corporations desire to effect a merger of OPPapers with and into Paper Database in accordance with Chapter 11 of the California Corporations Code;

WHEREAS, the sole director of Paper Database has determined that such merger is advisable and in the best interests of Paper Database and has approved this Agreement by resolution duly adopted; and

WHEREAS, the sole director of OPPapers has determined that such merger is advisable and in the best interests of OPPapers and has approved this Agreement by resolution duly adopted;

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Constituent Corporations, intending to be legally bound, agree as follows:

ARTICLE I
THE MERGER

1.1 Merger. Subject to the terms and conditions of this Agreement, at the Effective Time (as defined in Section 1.2), OPPapers shall be merged with and into Paper Database (the "Merger"). Paper Database shall be the surviving corporation of the Merger (the "Surviving Corporation"), and shall continue its corporate existence under the laws of the State of California. At the Effective Time, the separate legal existence of OPPapers shall cease. Following the execution of this Agreement and the approval of this Agreement by the shareholders of the Constituent Corporations, Paper Database shall deliver for filing with the California Secretary of State a copy of this Agreement, together with an originally executed officers' certificate of approval for each Constituent Corporation (collectively, the "Merger Documents").

1.2 Effective Time. The Merger shall be effective on such date and at such time as the Merger Documents are accepted for filing by the California Secretary of State (the "Effective Time").

1.3 Name of Surviving Corporation. The name of the Surviving Corporation shall be: THE PAPER DATABASE, INC.

1.4 Articles of Incorporation and Bylaws of Surviving Corporation. The Articles of Incorporation and Bylaws of Paper Database as in effect immediately prior to the Effective Time shall be the Articles of Incorporation and Bylaws of the Surviving Corporation.

1.5 Director(s) of Surviving Corporation. The sole director of Paper Database immediately prior to the Effective Time shall be the sole director of the Surviving Corporation and shall serve as the sole director of the Surviving Corporation for the balance of the term for which the sole director was elected as sole director of Paper Database and until the sole director's successor is duly elected and qualified in the manner provided in the Bylaws of the Surviving Corporation.

1.6 Officers of Surviving Corporation. The officers of Paper Database immediately prior to the Effective Time shall be the officers of the Surviving Corporation, with each officer to hold the same office in the Surviving Corporation as he or she held in Paper Database immediately prior to the Effective Time.

1.7 Additional Actions. If, at any time after the Effective Time, the Surviving Corporation shall consider or be advised that any further deeds, assignments or assurances in law or any other acts are necessary or desirable to (a) vest, perfect or confirm in the Surviving Corporation title to and possession of any property or right of OPPapers acquired or to be acquired by reason of, or as a result of, the Merger, or (b) otherwise to carry out the purposes of this Agreement, OPPapers shall be deemed to have granted to the Surviving Corporation an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to vest, perfect or confirm title to and the possession of such property or rights in the Surviving Corporation and otherwise to carry out the purposes of this Agreement; and the proper officers and directors of the Surviving Corporation are hereby fully authorized by OPPapers to take any and all such actions.

1.8 Effects of the Merger. The Merger shall have the effects provided for herein and as prescribed by the California Corporations Code.

ARTICLE II MANNER OF CONVERTING SHARES

2.1 Effect on OPPapers Stock. At the Effective Time, each share of OPPapers Stock issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of the holder thereof, be cancelled and shall cease to exist, and shall not be converted into shares of the Surviving Corporation or the right to receive cash or any other consideration.

2.2 Effect on Paper Database Stock. At the Effective Time, each share of Paper Database Stock issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of the holder thereof, remain outstanding and continue to constitute one share of stock of the Surviving Corporation.

ARTICLE III GENERAL PROVISIONS

3.1 Governing Law. This Agreement is to be governed by and interpreted under the laws of the State of California, without giving effect to its conflicts of law principles.

3.2 Assignment. This Agreement is binding upon and inures to the benefit of the Constituent Corporations and their respective successors and assigns. No party may assign this Agreement or any of its rights, interests or obligations under this Agreement.

3.3 Severability. If any provision of this Agreement is held invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions of this Agreement are not affected or impaired in any way.


3.4 Section Headings. Article and Section headings in this Agreement have been inserted for convenience only and do not affect the meaning or construction of this Agreement in any way.

3.5 Entire Agreement; Modification. This Agreement constitutes the sole and entire agreement and understanding of the parties concerning the subject matter of this Agreement, and may only be modified or amended by a written agreement signed by each party.

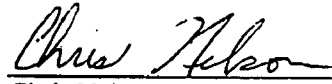
IN WITNESS WHEREOF, the Constituent Corporations have caused this Agreement to be duly executed by their authorized officers as of the date first written above.

THE PAPER DATABASE, INC.

By:



Henry B. Vess, IV
President

By:

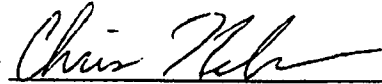

Chris Nelson
Secretary

OPPapers, Inc.

By:


Henry B. Vess, IV
President

By:


Chris Nelson
Secretary

CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

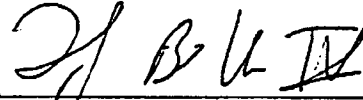
OPPapers, Inc.

Henry B. Vess, IV and Chris certify that:

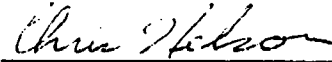
1. We are the President and Secretary, respectively, of OPPapers, Inc., a California corporation (the "Corporation").
2. The Agreement of Merger in the form attached hereto was duly approved by the sole director and sole shareholder of the Corporation which equalled or exceeded the vote required.
3. The shareholder approval was by the holder of 100% of the outstanding shares of stock of the Corporation.
4. There is only one class of shares of stock of the Corporation, and the number of shares outstanding entitled to vote on the merger is one thousand (1,000).

We declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Approval of Agreement of Merger are true and correct of our knowledge.

DATE: September 30, 2009



Henry B. Vess, IV, President



Chris Nelson, Secretary

CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

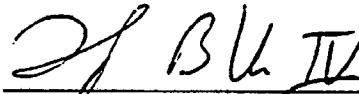
THE PAPER DATABASE, INC.

Henry B. Vess, IV and Chris Nelson certify that:


1. We are the President and Secretary, respectively, of THE PAPER DATABASE, INC., a California corporation (the "Corporation").
2. The Agreement of Merger in the form attached hereto was duly approved by the sole director and sole shareholder of the Corporation which equaled or exceeded the vote required.
3. The shareholder approval was by the holder of 100% of the outstanding shares of stock of the Corporation.
4. There is only one class of shares of stock of the Corporation, and the number of shares outstanding entitled to vote on the merger is one thousand (1,000).

We declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Approval of Agreement of Merger are true and correct of our knowledge.

DATE: September 30, 2009



Henry B. Vess, IV, President



Chris Nelson, Secretary