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To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, DC 20540, and the attached original documents or copy thereof.

MRD 4-13-98

1. Name of conveying party(ies):
Advantis (Tarrytown Holdings Inc. and THP Inc., general partners)

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

3. Nature of conveyance:
 Assignment State of Del. Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 25, 1997

2. Name and address of receiving party(ies)

Name: Advantis Corporation

Internal Address: _____

Street Address: 231 N. Martingale Road

City: Schaumburg State: IL ZIP: 60173

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

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

08/521,267
08/693,877

B. Patent No.(s)

5,680,448 5,146,561
5,452,350

Additional numbers attached? Yes No

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

Name: F. William McLaughlin

Internal Address: _____

Wood, Phillips, VanSanten, Clark
& Mortimer

Street Address: 500 West Madison Street
Suite 3800

City: Chicago State: IL ZIP: 60661

6. Total number of applications and patents involved: 5

7. Total fee (37 CFR 3.41).....\$ 200.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

23-0785

(Attach duplicate copy of this page if paying by deposit account)

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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.

F. William McLaughlin

Name of Person Signing

Signature

4/8/98

Date

Total number of pages including cover sheet, attachments, and document: 5

Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"TARRYTOWN HOLDINGS INC.", A DELAWARE CORPORATION, WITH AND INTO "THP INC." UNDER THE NAME OF "ADVANTIS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 1997, AT 11 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

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971216375

AUTHENTICATION: 8537379

DATE: PATENT 06-30-97
REEL: 9114 FRAME: 0244

CERTIFICATE OF MERGER
of
TARRYTOWN HOLDINGS INC.
into
THP INC.

Pursuant to Section 252
of the Delaware General
Corporation Law

Pursuant to Section 252 of the Delaware General Corporation Law (the "DGCL"), THP Inc. (the "Corporation"), a New York corporation, hereby certifies the following information relating to the merger (the "Merger") of Tarrytown Holdings Inc. ("Tarrytown"), a Delaware corporation, with and into the Corporation:

FIRST: The names and states of incorporation of each of the constituent corporations to the Merger (the "Constituent Corporations") are as follows: THP Inc., a New York corporation, and Tarrytown Holdings Inc., a Delaware corporation.

SECOND: Each of the Constituent Corporations has duly approved, adopted, certified, executed and acknowledged the Plan of Merger (the "Plan of Merger") dated as of June 30, 1997, between THP Inc. and Tarrytown Holdings Inc.

THIRD: The Merger shall become effective on July 1, 1997 (the "Effective Date").

FOURTH: The name of the surviving corporation (the "Surviving Corporation") is THP Inc. and, from the Effective Date, its name shall be Advantis Corporation.

FIFTH: The Certificate of Incorporation and the By-laws of the Corporation shall continue in force as the Certificate of Incorporation and By-laws of the Surviving Corporation, until due alteration or amendment in accordance with their respective provisions and with applicable law, except that, following the Effective Date, Article FIRST of the Certificate of Incorporation of the Surviving Corporation shall be amended to read in its entirety as follows:

"FIRST: The name of the corporation (the "Corporation") is Advantis Corporation."

SIXTH: A copy of the duly executed Plan of Merger shall be on file at the principal place of business of the Surviving Corporation:

Advantis Corporation
231 North Martingale Road
Schaumburg, Illinois 60173.

SEVENTH: A copy of the Plan of Merger shall be furnished by the Corporation, upon request and at no cost, to the stockholder of each Constituent Corporation.

EIGHTH: The Surviving Corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Constituent Corporations in the State of Delaware, as well as for enforcement of any obligation of the Surviving Corporation arising from the Merger, including any suit or other proceedings to enforce the rights of any stockholder as determined in appraisal proceedings pursuant to Section 262 of the DGCL.

NINTH: The Surviving Corporation shall irrevocably appoint the Secretary of State of the State of Delaware (the "Agent") as its agent to accept service of process in any such suit or other proceedings. The Agent shall mail any copies of service of process on the Surviving

Jun. 30. 1997 10:56AM
Jun. 29. 1997 9:40AM

ADVANTIS LEGAL LEGAL

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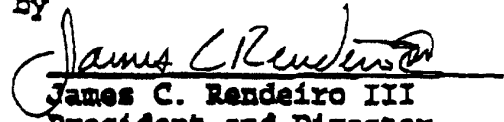
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Corporation to 231 North Martingale Road, Schaumburg, Illinois 60173, and notify the Surviving Corporation and otherwise act, in accordance with Section 252 of the DGCL.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be executed by its duly authorized officer on the 25th day of June, 1997, and DOES HEREBY ACKNOWLEDGE, under penalties of perjury, that this instrument is the act and deed of the Corporation and the facts stated herein are true.

THP INC.,

by


James C. Rendeiro III
President and Director