

01-20-1999

rney Docket No. 14572P-028400US



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FORM PTO-1595
(Rev. 6-93)U.S. Department of Commerce
Patent and Trademark Office

To the Honorable Asst. Commissioner for Patents, Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

ACCO USA, Inc.

Additional name(s) of conveying parties attached? ☐ Yes
☒ No.

2. Name and address of receiving party(ies)

Name: ACCO Brands, Inc.

Internal Address:

Street Address: 300 Tower Parkway

City: Lincolnshire State: Illinois ZIP: 60069-3665

Additional names and addresses attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☒ Change of Name
☐ Other:

Execution Date: December 29, 1997

4. Application Number(s) or Patent Numbers.

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

A. Patent Application No(s): 29/073,106

B. Patent No(s):

Additional numbers attached? ☐ Yes ☒ No

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

Name: Michael E. Woods
 TOWNSEND AND TOWNSEND AND CREW LLP
 Two Embarcadero Center, 8th Floor
 San Francisco, California 94111-3834
 (415) 576-0200

6. Total number of applications and patents involved 1

7. Total fee (37 CFR 3.41): -----\$40.00 **E**☐ Enclosed ☒ Charge Fees to Deposit Account☒ Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true of copy of the original document.

Michael E. Woods
 Name of Person Signing

Michael E. Woods
 Signature

29 Dec. 1998
 Date

Atty Reg. No. 33,466

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

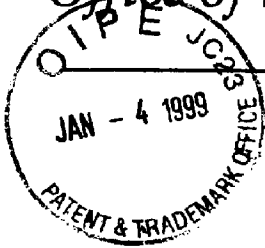
10. Change Correspondence Address to that of Part 5? ☒ Yes ☐ No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

Asst. Commissioner for Patents
 Box: Assignments
 Washington, D.C. 20231



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:

"DAY-TIMER CONCEPTS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ACCO USA, INC." UNDER THE NAME OF "ACCO BRANDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1997, AT 11:58 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

0746624 8100M

AUTHENTICATION:

8838631
PATENT

DATE REEL: 9699 FRAME: 0116

CERTIFICATE OF MERGER

OF

DAY-TIMER CONCEPTS, INC.
(a Delaware corporation)

INTO

ACCO USA, INC.
(a Delaware corporation)

Pursuant to Section 251 of the General
Corporation Law of the State of Delaware

ACCO USA, INC., a corporation organized and
existing under the laws of the State of Delaware ("ACCO
USA"), DOES HEREBY CERTIFY that:

FIRST: ACCO USA is a corporation organized and
existing under the laws of the State of Delaware. Day-Timer
Concepts, Inc. ("Day-Timer Concepts") is a corporation
organized and existing under the laws of the State of
Delaware.

SECOND: An Agreement of Merger dated as of
December 19, 1997 (the "Merger Agreement") providing for the
merger of Day-Timer Concepts into ACCO USA (the "Merger")
has been approved, adopted, certified, executed and
acknowledged by each of Day-Timer Concepts and ACCO USA in

accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: ACCO USA is the surviving corporation (the "Surviving Corporation") and will continue its existence as the Surviving Corporation under the name ACCO Brands, Inc. upon the Effective Date (as defined below) pursuant to the provisions of the General Corporation Law of the State of Delaware.

FOURTH: The Certificate of Incorporation of ACCO USA is hereby amended, effective on the Effective Date, by changing Article FIRST thereof so as to read in its entirety as follows:

"FIRST: The name of the Corporation is ACCO Brands, Inc."

The Certificate of Incorporation of ACCO USA on the Effective Date shall be the Certificate of Incorporation of the Surviving Corporation and will continue to be the Certificate of Incorporation of the Surviving Corporation until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation at 770 S. ACCO Plaza, Wheeling, Illinois 60090

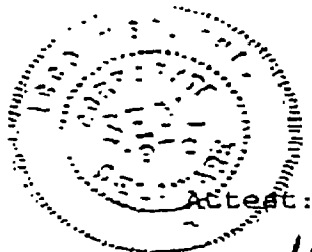
and a copy thereof will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Day-Timer Concepts or ACCO USA.

SIXTH: The time when the Merger shall become effective shall be 11:58 p.m. Eastern Standard Time on December 31, 1997 (the "Effective Date").

IN WITNESS WHEREOF, ACCO USA, INC. has caused this certificate to be signed by its President and Chief Executive Officer and attested by its Secretary this 29th day of December, 1997.

ACCO USA, INC.

By Bruce A. Gescheider
Bruce A. Gescheider
President and
Chief Executive Officer



Attest:
By Mark S. Lyon
Mark S. Lyon
Secretary