

05-14-1999



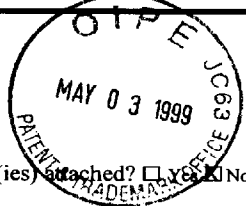
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Attorney Docket Number
6551-920

MLD
5-3-99

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS
Box Assignment
Washington, DC 20231

Please record the attached original documents or copy thereof.



1. Name of conveying party(ies):
ACCO USA, INC.
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: **ACCO Brands, Inc.**
Address: **300 Tower Parkway**

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other ***see paragraph "Third" of the attached document**
Execution Date: **December 29, 1997**

Lincolnshire, Illinois 60069
Country (if other than USA):

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) **08/820,059** B. Patent No.(s)
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
PENNIE & EDMONDS LLP
1667 K Street, N.W.
Washington, D.C. 20006

6. Number of applications and patents involved: **1**
7. Total fee (37 CFR 3.41):.....\$ **40.00**
Please charge to the deposit account listed in Section 8.
8. Deposit account number:
16-1150

DO NOT USE THIS SPACE

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.
E. Bradley Gould **41,792** *[Signature]* **May 3, 1999**
For: Harry C. Jones, III **20,280** Signature Date
Name of Person Signing Reg. No.

Total number of pages including cover sheet: **5**

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

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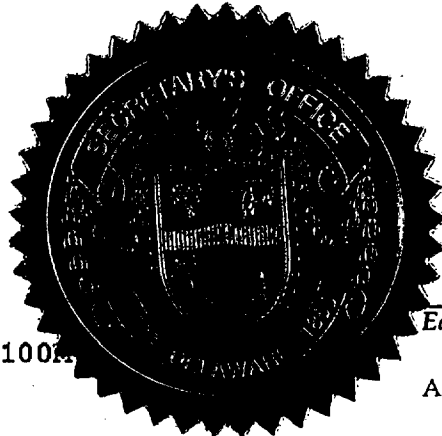
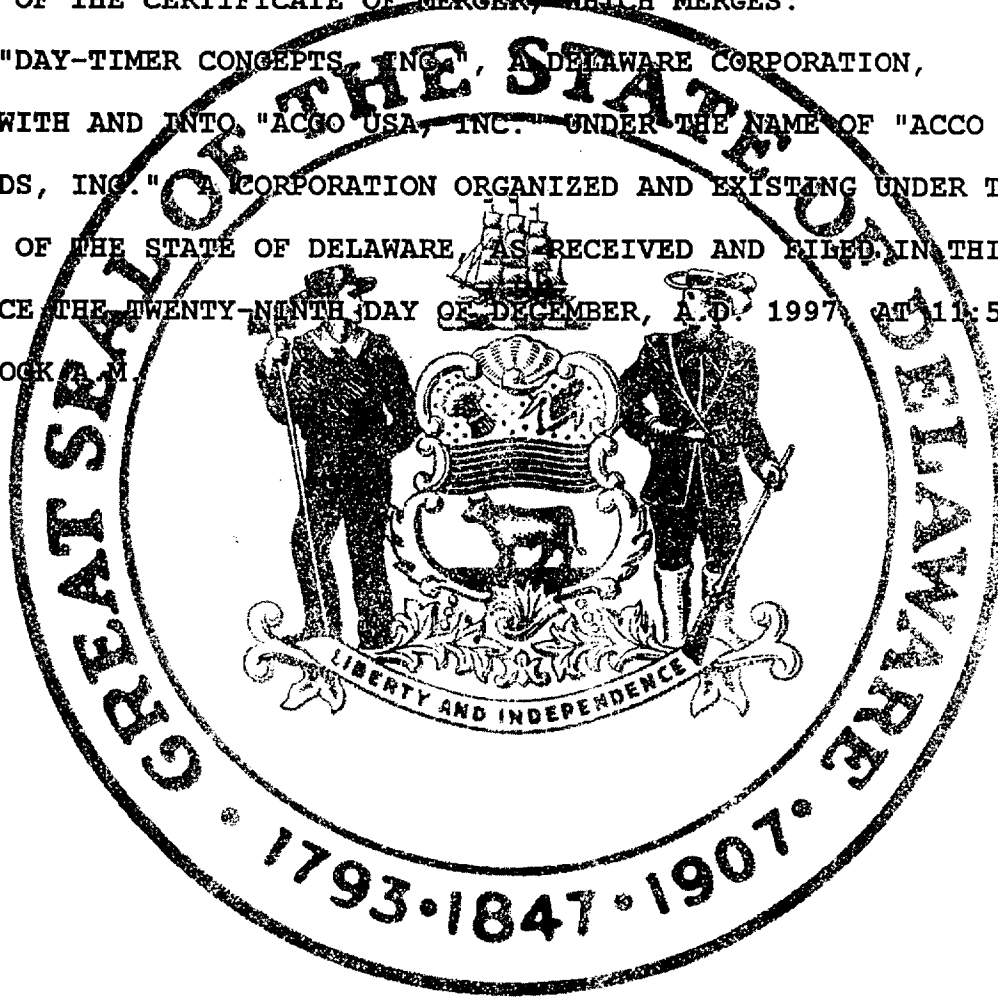
PATENT
REEL: 9941 FRAME: 0308

State of Delaware
Office of the Secretary of State

PAGE 1

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.



Edward J. Freel

Edward J. Freel, Secretary of State

0746624 8100
981093986

AUTHENTICATION:

8966639

DATE:

03-11-98

PATENT
REEL: 9941 FRAME: 0309

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



By *Mark S. Lyon*
Mark S. Lyon
Secretary