

11-08-1999



Attorney Docket No.

14572P-88-2US

U.S. Department of Commerce

Patent and Trademark Office

FORM PTO-1595

(Rev. 6-93)

MND 11/4/99

101194300

To the Honorable Asst. Commissioner for Patents. Please use...

ments or copy thereof

1. Name of conveying party(ies):
 Kensington Microware Limited

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

2. Name and address of receiving party(ies)
 Name: ACCO USA, Inc.
 Internal Address:
 Street Address: 300 Tower Parkway
 City: Lincolnshire State: CA ZIP: 60069-3665

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:
 Execution Date: December 29, 1997

Additional names and addresses attached? Yes No

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: October 22, 1994, October 25, 1994, December 4, 1994 and February 6, 1995

A. Patent Application No(s): 08/927,334 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
 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
 Signature: *Michael E. Woods*
 Date: 1 Nov '99

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)

Mail documents to be recorded with required cover to: Do not detach this portion

11/05/1999 MTHAI1 00000113 201430 08927334

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

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

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CERTIFICATE OF MERGER
OF
KENSINGTON MICROWARE LIMITED
(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.
Kensington Microwave Limited ("Kensington") 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 Kensington into ACCO USA (the "Merger") has been
approved, adopted, certified, executed and acknowledged by
each of Kensington 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 USA, 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 as in effect immediately prior to the Effective Date shall 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 Kensington or ACCO USA.

SIXTH: The time when the Merger shall become effective shall be 11:57 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 27th day of December, 1997.

ACCO USA, INC.

By *Bruce A. Geschelder*
Bruce A. Geschelder
President and
Chief Executive Officer



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

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:

"KENSINGTON MICROWARE LIMITED", A DELAWARE CORPORATION, WITH AND INTO "ACCO USA, INC." UNDER THE NAME OF "ACCO USA, 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 11:57 O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

0746624 8100M

AUTHENTICATION: 8838517

DATE: PATENT 97

RECORDED: 11/04/1999

REEL: 010357 FRAME: 0987