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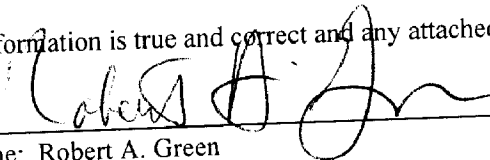


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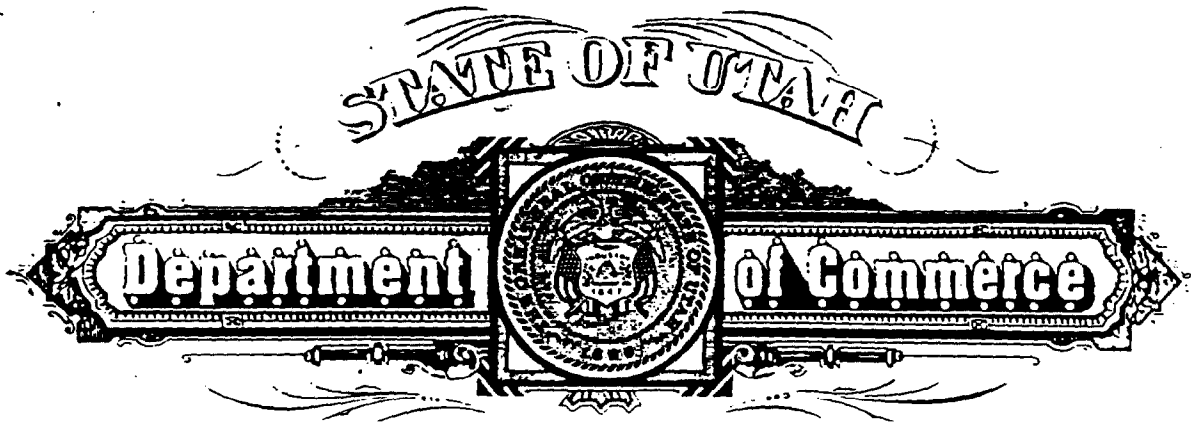
Box Assignment
Commissioner of Patents and Trademarks
Washington, D.C. 20231

Post Office Box 7068
Pasadena, CA 91109-7068

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

<p>1. Name of conveying party(ies): Cushion Cut, Inc.</p> <p>Additional name(s) of conveying party(ies) attached:</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Longyear Company</p> <p>Street Address: 2640 West 1700 South Salt Lake City, Utah 84104</p> <p>Additional name(s) & address(es) attached? NO</p>
<p>3. Name of conveyance:</p> <p><input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: December 31, 1993</p>	<p>4. Application number(s) or patent number(s):</p> <p>A. Patent Application No.(s)</p> <p>B. Patent No.(s) 4,588,231</p> <p>Additional numbers attached? NO</p>
<p>5. Please return the recorded document and address all correspondence to:</p> <p>CHRISTIE, PARKER & HALE, LLP P.O. Box 7068 Pasadena, CA 91109-7068 Attention: Robert A. Green</p>	<p>6. Total number of applications and patents involved..... 1</p> <p>7. <input checked="" type="checkbox"/> Total fee enclosed (37 CFR 3.41): \$ \$40.00</p> <p>8. <input checked="" type="checkbox"/> Any deficiency or overpayment of fees should be charged or credited to Deposit Account No. 03-1728, except for payment of issue fees required under 37 CFR § 1.18. Please show our docket number with any credit or charge to our Deposit Account.</p>
<p>10. <input type="checkbox"/> Explanatory letter is enclosed.</p>	<p>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.</p> <p>Date: July 10, 2001</p> <p>By  Name: Robert A. Green 626/795-9900</p> <p>Total number of pages including cover sheet, attachments, and document: 6</p>

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THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE HEREBY CERTIFIES THAT the attached is a true, correct, and complete copy of *Articles of Merger* of

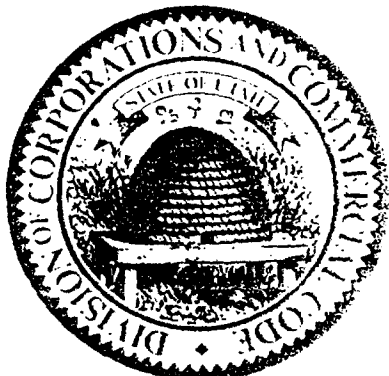
CUSHION CUT, INC. a California corporation not qualified in utah
into

LONGYEAR COMPANY a Utah corporation the survivor

and the endorsements thereon, as the same is taken from and compared with the original filed in the office of the Division on *January 1, 1994*, and now remaining on file and of record therein.

AS APPEARS OF RECORD IN THE OFFICES OF THE DIVISION.

File Number: *CO 167148*



Dated this _____ 26th _____ day
of _____ July _____, 19 95 .

Karla S. Woods

Karla T. Woods
Director, Division of
Corporations and Commercial Code

PATENT
REEL: 011979 FRAME: 0002

RECORDED 30 PM 2 27
STATE OF UTAH

1st day of Jan 94
Division and hereby file
Date 1/6/94
Michael H. Moore
President

**ARTICLES OF MERGER
BETWEEN
LONGYEAR COMPANY CO# 167148
AND
CUSHION CUT, INC.**

The undersigned, Michael H. Moore, President of Longyear Company, a Utah corporation ("Longyear") and President of Cushion Cut, Inc., a California corporation ("Cushion Cut") hereby certifies as follows:

1. Effective 12:01 a.m., January 1, 1994, the board of directors of Cushion Cut and the Executive Committee of Longyear, by unanimous written action, adopted the Agreement and Plan of Merger, a true, correct complete copy of which is attached hereto as Exhibit A which provides for the merger of Cushion Cut with and into Longyear pursuant to the Utah Revised Business Corporation Act, §16-10A-1104 and the California General Corporation Law, §1100 through §1112.
2. Cushion Cut is a wholly-owned subsidiary of Longyear and has outstanding a total of 11,241 shares, all of one class.
3. There are no constituent corporations participating in this merger other than Cushion Cut and Longyear.
4. The Plan of Merger has been approved by Longyear under the Utah Revised Business Corporation Act, §16-10A-1104 relating to the merger of subsidiaries into parents.
5. Under the Utah Revised Business Corporation Act §16-10A-1104(3) and §116-10A-1103(7) shareholder approval is not required.

IN WITNESS WHEREOF, I have executed these Articles of Merger as of the 31st day of December, 1993.

LONGYEAR COMPANY
By Michael H. Moore
Its President

CUSHION CUT, INC.
By Michael H. Moore
Its President

(BJS)

3364010127

(BJS)

EXHIBIT A

AGREEMENT
AND
PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER is made as of the 31st day of December, 1993 by and between LONGYEAR COMPANY, a Utah corporation ("Parent") and CUSHION CUT, INC., a California corporation ("Subsidiary").

WHEREAS, Subsidiary is a wholly-owned subsidiary of Parent and has outstanding a total of 11,241 shares, all of one class ("Subsidiary" and "Parent" are sometimes hereinafter collectively referred to as the "Constituent Corporations"); and

WHEREAS, the parties wish to provide for the merger of the Subsidiary into Parent in a reorganization within the meaning of §368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

NOW, THEREFORE, in consideration of the foregoing, and the mutual promises set forth below, the parties agree as follows:

1. Merger. Subsidiary and Parent shall merge. The merger shall be effected pursuant to Utah and California law and will be consistent with the requirements for a reorganization described in §368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

2. Surviving Corporation. Subsidiary shall merge with and into Parent and Parent shall be the surviving corporation after the merger ("Parent" sometimes is hereinafter referred to as the "Surviving Corporation") and shall continue to exist as a corporation created and governed by the laws of the State of Utah.

3. Time of Merger. The merger shall be effective at 12:01 a.m. on January 1, 1994 ("Effective Date").

4. Conversion of Shares. Each share of common stock of Parent outstanding at the time of the merger shall continue as one share of common stock of the Surviving Corporation which shall be fully paid and non-assessable. Each share of common stock of the Subsidiary outstanding at the time of the merger shall be automatically retired and canceled.

5. Articles and Bylaws. The articles of incorporation and bylaws of Parent shall remain in effect after the time of the merger as the articles of incorporation and bylaws of the Surviving Corporation.

6. Succession to All Rights and Obligations. From and after the time of merger the Surviving Corporation shall automatically succeed to all of the assets and rights of the Constituent Corporations and shall be responsible and liable for all of the liabilities and obligations of each Constituent Corporation. The claim of, or against, or a pending proceeding by, or against a

Constituent Corporation may be prosecuted as if the merger had not taken place where the Surviving Corporation may be substituted in the place of the Constituent Corporation.

7. Registered Address. Before and after the time of the merger, the registered address of the Parent shall be 2340 West 1700 South, Salt Lake City, Utah 84104.

8. Directors. The directors of Parent at the time of the merger shall continue as directors of the Surviving Corporation until the election and qualification of their successors.

9. Officers. The officers of the Parent at the time of the merger shall continue as officers of the Surviving Corporation until the election and qualification of their successor.

10. Abandonment. Notwithstanding the approval of this Plan of Merger by the directors of Parent, this Plan of Merger may be abandoned by either party at any time prior to the issuance of a Certificate of Merger by the Secretary of State of the State of Utah.

11. Waiver. Parent, as the sole shareholder of Subsidiary, hereby acknowledges receipt of a copy of this Plan of Merger and hereby waives a mailing of this Plan of Merger as provided in the Utah Revised Business Corporation Act §16-10A-1104(4).

IN WITNESS WHEREOF, the parties have executed this Agreement and Plan of Merger as of the 31st day of December, 1993.

LONGYEAR COMPANY

By [Signature]
Its President

CUSHION CUT, INC.

By [Signature]
Its President