

4/7/06

Docket No.: 717-934

FORM PTO-1595 (Modified)
DEPARTMENT OF COMMERCE

04-12-2006

er Sheet

U.S.

Patent and Trademark Office

PATENTS ONLY



To The Honorable Commissioner of Patents and Trademarks, U.S. Patent and Trademark Office
103217132

1. Name of conveying party(ies): The Holmes Group, Inc. Additional names(s) of conveying party(ies) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Name: <u>JCS/THG, LLC</u> Internal Address: _____ _____ <u>One Holmes Way</u> Street Address: <u>One Holmes Way</u> _____ City: <u>Milford</u> State: <u>MA</u> ZIP: <u>01757</u> Additional names(s) & address(es)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: <u>July 18, 2005</u>	

4. Application number(s) or registration numbers:
If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s) 10/878,246 Additional numbers attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	B. Patent No.(s): Additional numbers attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Charles R. Hoffmann, Esq.</u> Internal Address: <u>Hoffmann & Baron, LLP</u> <u>6900 Jericho Turnpike</u> <u>Syosset, New York 11791</u>	6. Total number of applications and patents involved: <u>1</u> 7. Total Fee (37 CFR 3.41):\$ <u>40.00</u> <input type="checkbox"/> Enclosed - Any excess or insufficiency should be credited or debited to deposit account. <input checked="" type="checkbox"/> Authorized to be charged to deposit account. 8. Deposit account no: <u>08-2461</u>
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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.

<u>Steven T. Zuschlag</u> Name of Person Signing	 Signature	<u>4/5/06</u> Date
Total number of pages including cover sheet, attachments, and document: <u>6</u>		

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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

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FORM MUST BE TYPED

Articles of Merger
Involving Domestic Corporations,
Foreign Corporations or Foreign Other Entities
(General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

FORM MUST BE TYPED

Exact name, jurisdiction and date of organization of each party to the merger:

(1) EXACT NAME	(2) JURISDICTION	DATE OF ORGANIZATION
The Holmes Group, Inc. (m)	Massachusetts	February 3, 1982 (see's ok)
JCS/THQ, LLC (s)	Delaware	June 27, 2005

(3) The foreign corporation or other entity ☒ is / ☐ is not authorized to conduct business in the Commonwealth.

(4) Exact name of the surviving entity: JCS/THQ, LLC

(5) Jurisdiction under the laws of which the surviving entity will be organized: Delaware

(6) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

(7-8) For each domestic corporation that is a party to the merger:**

(check appropriate box)

☒ The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

☐ The plan of merger did not require the approval of the shareholders.

(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents.

* Check appropriate box

** Provide this information for each domestic corporation separately

P.C.

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(10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.

(11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.

(12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: One Holmes Way, Milford, MA 01757
(number, street, city or town, state, zip code)

(10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.

(11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.

(12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: One Holmes Way, Milford, MA 01757
(number, street, city or town, state, zip code)

Signed by:

John C. Ken

The Holmes Group, Inc. (signature of authorized individual)

- ☒ Chairman of the board of directors,
☐ President,
☐ Other officer,
☐ Court-appointed fiduciary.

on this

18TH

day of July

, 2005

Signed by:

[Signature]

JCS/TEG, LLC (signature of authorized individual)

- ☐ Chairman of the board of directors,
☐ President,
☒ Other officer,
☐ Court-appointed fiduciary.

on this

18TH

day of July

, 2005

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COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Merger Involving Domestic Corporations,
Foreign Corporations or Foreign Other Entities
(General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

I hereby certify that upon examination of these articles of merger, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$250 having been paid, said articles are deemed to have been filed with me this day of July 20 05 12:15 at a.m.p.m.

Effective date: _____
(must be within 90 days of date submitted)

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Filing fee: Minimum \$250

TO BE FILLED IN BY CORPORATION
Contact Information:

Karen Corinna, Paralegal

Posternak Blankstein & Lund LLP

Prudential Tower, 800 Boylston Street, Boston, MA 02199

Telephone: 617-973-6100

Email: kcorinna@pbl.com

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

KL
Examiner
AAA
Final approval

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#A.R.

SECRETARY OF STATE
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CORPORATION DIVISION