

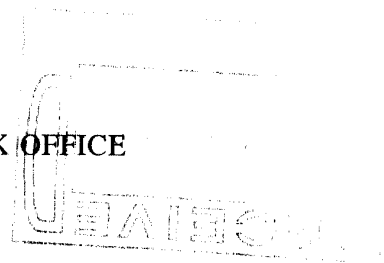
06-24-1998



IN THE UNITED STATES 100746513

MARK OFFICE

RECORDATION FORM COVER SHEET



MKD
6-4-98

I HEREBY CERTIFY THAT THE FOREGOING DOCUMENTS ARE BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL, POSTAGE PREPAID, IN AN ENVELOPE ADDRESSED TO: BOX ASSIGNMENTS, ASSISTANT COMMISSIONER FOR TRADEMARKS, 2900 CRYSTAL DRIVE, ARLINGTON, VA 22202.

Denise J. Davis

Signature

Denise J. Davis

Name

June 4, 1998

Date of Deposit

TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS:

Please record the attached original documents or copy thereof:

1. Name and address of conveying party:

Sentrol, Inc.
an Oregon corporation
12345 SW Leveton Drive
Tualatin, OR 97062-9938

2. Name and address of receiving party:

SLC Technologies, Inc.
a Delaware corporation
12345 SW Leveton Drive
Tualatin, OR 97062-9938

3. Nature of conveyance: Articles of Merger

Execution Date: September 26, 1997

440E

00000259 1061158
06/23/1998 T10M11
40.00 OP
400.00 OP
TRADEMARK
REEL: 1743 FRAME: 9

4. Registration numbers:
- A. Registration No.: 1061158
Mark: ARITECH
Registration Date: March 15, 1977
 - B. Registration No.: 1111240
Mark: ARITECH
Registration Date: January 16, 1979
 - C. Registration No.: 1266956
Mark: ATTENDER
Filing Date: February 14, 1984
 - D. Registration No.: 1438504
Mark: SIXPAK
Filing Date: May 5, 1987
 - E. Registration No.: 1465297
Mark: SPECTRUM
Filing Date: November 17, 1987
 - F. Registration No.: 1597218
Mark: CHECKMATE
Filing Date: May 22, 1990
 - G. Registration No.: 1349072
Mark: MEGAPAK
Filing Date: July 16, 1985
 - H. Registration No.: 1365397
Mark: PIRUS
Filing Date: October 15, 1985
 - I. Registration No.: 1372278
Mark: THE EQUALIZER
Filing Date: November 26, 1985
 - J. Registration No.: 1107118
Mark: MOOSEPOWER
Filing Date: November 28, 1978

- K. Registration No.: 1,098,000
Mark: MOOSE
Filing Date: June 21, 1977
- L. Registration No.: 1639412
Mark: EVENT VERIFICATION
Filing Date: March 26, 1991
- M. Registration No.: 1742149
Mark: MULTIFLEX
Filing Date: December 22, 1992
- N. Registration No.: 1786086
Mark: PREMIER
Filing Date: August 3, 1993
- O. Registration No.: 1798560
Mark: DISCOVERY
Filing Date: October 12, 1993
- P. Registration No.: 1800013
Mark: IMPACT
Filing Date: October 19, 1993
- Q. Registration No.: 933851
Mark: ADVISOR
Filing Date: May 16, 1972

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

Gary W. Glisson
Stoel Rives LLP
900 S.W. Fifth Avenue, Suite 2300
Portland, Oregon 97204
(503) 294-9656

6. Total number of applications and registrations involved: 17
7. Total fee (37 CFR 3.41): \$440.00
8. The Commissioner is hereby authorized to charge any additional fees which may be required in connection with the recording of this document or to credit any overpayment to Deposit Account No. 19-4455.

9. 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.

Respectfully submitted,



Milissa J. Statz
Legal Assistant

Total number of pages comprising cover sheet and conveyance: 10

Date: June 4, 1998
STOEL RIVES LLP
900 SW Fifth Avenue, Suite 2300
Portland, Oregon 97204-1268
Telephone: (503) 224-3380
Attorney Docket No. 21391-531

bcc: Ms. Suzanne Adams
Ms. Debby Owen
Mr. Jere M. Webb
Mr. Gary W. Glisson

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached copy of the

Articles of

Merger

filed on

September 26, 1997

for

SENTROL, INC.

merging with and into

SIC TECHNOLOGIES, INC.

is a true copy of the original
document
that has been filed with this office.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

PHIL KEISLING, Secretary of State



By

Marilyn R. Smith
Marilyn R. Smith

March 19, 1998

Submit the original and one true copy \$10.00



SECRETARY OF STATE
Corporation Division
Business Registry
158 12th Street NE
Salem, OR 97310-0210
(503) 378-4166

09/26/97 2:14 PM 55386 \$10.00
THIS SPACE FOR OFFICE USE ONLY

Survivor's Registry Number:

544603-82

FILED

SEP 26 1997

OREGON
SECRETARY OF STATE

ARTICLES OF MERGER By Shareholders

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

1. Names of the corporations proposing to merge:

- A. Sentrol, Inc. - a Oregon corporation Oregon registry # 121104-17
- B. SLC Technologies, Inc. - a Delaware corporation Oregon registry # 544603-82

2. Name of the surviving corporation: SLC Technologies, Inc.

3. A copy of the plan of merger is attached.

4. Corporation A -- check the appropriate statement:

- Shareholder approval was not required.
- Shareholder approval was required. The shareholder vote was as follows:

Class or series of shares	Number of shares outstanding	Number of votes entitled to be cast	Number of votes cast for	Number of votes cast against
Common	100	100	100	0

Corporation B -- check the appropriate statement:

- Shareholder approval was not required.
- Shareholder approval was required. The shareholder vote was as follows:

Class or series of shares	Number of shares outstanding	Number of votes entitled to be cast	Number of votes cast for	Number of votes cast against
Common	1,000,000	1,000,000	1,000,000	0

Execution for Corporation A James C. Cook JAMES C. COOK VICE PRESIDENT
Signature Printed name Title

Execution for Corporation B James C. Cook JAMES C. COOK VICE PRESIDENT
Signature Printed name Title

Person to contact about this filing: Mary A. LaRue 215 575-2350
Name Daytime phone number

Make checks payable to the Corporation Division. Submit the completed form and fee to: Corporation Division, Business Registry, 158 12th Street NE, Salem, Oregon 97310-0210.
BC-7 (10/91)

aw
9-26

544 603-82

PLAN OF MERGER

1. SLC TECHNOLOGIES, INC., which is a business corporation of the State of Delaware and is the owner of not less than 90% of the outstanding shares of SENTROL, INC, which is a business corporation of the State of Oregon, hereby merges SENTROL, INC., with and into SLC TECHNOLOGIES, INC., pursuant to the provisions of the Oregon Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of SLC TECHNOLOGIES, INC.

2. The separate existence of SENTROL, INC. shall cease at the effective time and date of the merger pursuant to the provisions of the Oregon Business Corporation Act; and SLC TECHNOLOGIES, INC. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction or its organization.

3. The issued shares of SENTROL, INC. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of SLC TECHNOLOGIES, INC. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

594603-82

Exhibit

PLAN OF COMPLETE LIQUIDATION BY MERGER

of

SENTROL, INC.

into

SLC TECHNOLOGIES, INC.

THIS IS A PLAN OF COMPLETE LIQUIDATION BY MERGER (the "Plan of Merger") of SENTROL, INC., an Oregon corporation adopted pursuant to Section 332 of the Internal Revenue Code of 1986, as amended, the provisions of the Oregon Business Corporation Act and Section 275 of the Delaware General Corporation Law. The Plan was approved on September 11, 1997 by SLC TECHNOLOGIES, INC. a business corporation incorporated under the laws of the State of Delaware and by resolution adopted by its Board of Directors on said date.

1. SLC TECHNOLOGIES, INC., a Delaware corporation, owns all of the outstanding stock of SENTROL, INC. SENTROL, INC. shall, pursuant to the provisions of the Oregon Business Corporation Law and pursuant to the provisions of the Delaware General Corporation Law, be merged into SLC TECHNOLOGIES, INC., which shall be the surviving corporation upon the effective date of the merger in the state of Delaware, and which is sometimes hereinafter referred to as the "parent corporation", and which shall continue to exist as said surviving corporation pursuant to the provisions of the Delaware General Corporation Law. The separate existence of SENTROL, INC., which is a wholly-owned subsidiary of SLC TECHNOLOGIES, INC., and which is sometimes hereinafter referred to as the "subsidiary corporation", shall cease upon the effective date of the merger in accordance with the provisions of the Oregon Business Corporation Act and the parent corporation shall assume all of the liabilities of the subsidiary corporation.

2. The Articles of Incorporation of the parent corporation upon the effective date of the merger in the State of Delaware shall be the Articles of Incorporation of said parent corporation, and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Delaware General Corporation Law.

3. The issued shares of the subsidiary corporation shall not be converted or exchanged in any manner inasmuch as the parent corporation presently owns all of the outstanding shares of said subsidiary corporation and will continue to own said shares prior to the adoption of this Plan of Merger and prior to the effective date thereof. Each of the issued shares of the subsidiary corporation shall be surrendered and extinguished upon the effective date of the merger in the jurisdiction of its organization. The issued shares of the parent corporation shall not be converted or exchanged in any manner, but each said share which is issued as of the effective date of the merger in the State of Oregon shall continue to represent one issued share of the parent corporation.

§ 4.4 603-82

4. This Plan of Merger having been duly approved and adopted on behalf of the parent corporation in accordance with the provisions of the General Corporation Law of the State of Delaware and the merger of the subsidiary corporation into the parent corporation having been fully authorized in accordance with the provisions of said General Corporation Law of the State of Delaware, and, this Plan of Merger having been fully approved on behalf of the subsidiary corporation in the manner prescribed by the provisions of the Oregon Business Corporation Act, the parent corporation and the subsidiary corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document prescribed by the laws of the State of Delaware and the laws of the State of Oregon, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

5. Any officer of the parent corporation and any officer of the subsidiary corporation are hereby authorized to execute Articles of Merger upon behalf of said corporations, respectively, in conformity with the provisions of the General Corporation Law of the State of Delaware and the Board of Directors and the proper officers of the parent corporation and of the subsidiary corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

6. Notwithstanding the full approval and adoption of this Plan of Merger upon behalf of the parent corporation in accordance with the provisions of the General Corporation law of State of Delaware and the full authorization of the merger in accordance therewith, and notwithstanding the full approval of this Plan of Merger upon behalf of the subsidiary corporation in accordance with the provisions of the Oregon Business Corporation Act, this Plan of Merger may be terminated at any time prior to the effective date of this Plan of Merger.

7. The effective date of this Plan of Merger and of the merger therein provided for shall be, insofar as the provisions of the General Corporation Law of the State of Delaware shall govern, as of the close of business on the date of filing.