

04-04-2000

R SHEET
ONLY

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To the Honorable Commissioner

101303978

the attached original documents or copy thereof.

1. Name of conveying party(ies):
PaperDirect, Inc.

- Individual(s)
- General Partnership
- Corporation-State of New Jersey
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Current USA, Inc.

Internal Address: _____

Street Address: 1725 Roe Crest Drive
P.O. Box 3728

City: North Mankato State: MN ZIP: 56002-3728

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Minnesota
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 16, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

74/410,872	75/519,782
75/494,384	75/533,734
75/499,648	74/641,610

B. Trademark registration No.(s)

1,586,724	1,704,977	1,918,807	1,986,077
1,652,748	1,710,015	1,934,226	2,006,620
1,687,102	1,712,674	1,951,474	2,008,905
1,692,887	1,838,677	1,981,464	2,039,291
			2,161,007

Additional numbers attached? Yes No

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

Name: Thomas S. Berg, Paralegal

Internal Address: Gray, Plant, Mooty, Mooty
& Bennett, P. A.
3400 City Center

Street Address: 33 South Sixth Street

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved:

23

7. Total fee (37 CFR 3.41):..... \$ 590.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

04/03/2000 JSMBDZZ 00000128 74410872

DO NOT USE THIS SPACE

01 FC:481	40.00 OP
02 FC:482	550.00 OP

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.

Thomas S. Berg, Paralegal
Name of Person Signing

Signature

February 22, 2000
Date

Total number of pages of this document: _____

16

State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger..

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

CO: PAPERINDIRECT, INC.

MN: CURRENT USA, INC.

State of Formation and Name of Surviving Entity:

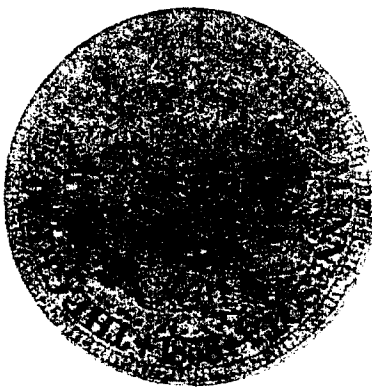
MN: CURRENT USA, INC.

Effective Date of Merger: 2/16/99

Name of Surviving Entity After Effective Date of Merger:

CURRENT USA, INC.

This certificate has been issued on: 2/16/99



Mary Kiffmeyer
Secretary of State.

10 J-773

6-438

**ARTICLES OF MERGER
OF
PAPERINDIRECT, INC.
WITH AND INTO
CURRENT USA, INC.**

THIS INSTRUMENT, made and executed as of the 2nd day of January, 1999, constitutes the Articles of Merger concerning the merger of PaperIndirect, Inc., a Colorado corporation, with and into Current USA, Inc., a Minnesota corporation, pursuant to Minnesota Statutes, Sections 302A.621 and Sections 7-111-107 and 7-111-104 of the Colorado Business Corporation Act (the "Merger").

The undersigned hereby certifies that the following Plan of Merger has been unanimously approved by the Board of Directors of Current USA, Inc. pursuant to Minnesota Statutes, Section 302A.621, and remains in full force and effect as of the date hereof:

1. Parent and Subsidiary. Current USA, Inc. is the Parent of PaperIndirect, Inc. ("the Subsidiary"). Current USA, Inc. owns 1,000 shares of common stock of the Subsidiary, constituting all of the issued and outstanding shares of the Subsidiary.

2. The Surviving Corporation. The Subsidiary shall be merged with and into Current USA, Inc. and Current USA, Inc. shall be the Surviving Corporation in the Merger. The separate existence of the Subsidiary shall cease.

3. Effective Date. The Merger shall be effective as of January 2, 1999, or date of filing, if applicable.

4. Manner and Basis of Converting Shares. Effective immediately upon the effective date of the Merger, each share of common stock of the Subsidiary then issued and outstanding shall be cancelled.

5. Service of Process in Colorado on Surviving Corporation. Service of process on Current USA, Inc. in any proceeding to enforce any obligation or rights of dissenting shareholders of the Subsidiary or in any proceeding based on a cause of action arising with respect to the Subsidiary shall be made by registered or certified mail, return receipt requested, to the Parent at its principal office located at 1725 Roe Crest Drive, North Mankato, Minnesota 56003.

616222

Pursuant to Minnesota Statutes, Section 302A.621, and Section 7-111-104 of The Colorado Business Corporation Act, approval of the shareholders is not required. There are no shareholders of the Subsidiary other than Current USA, Inc., so there is no notice requirement as set forth in Minnesota Statutes, Section 302A.621, Subd. 2, or Colorado Statutes, Section 7-111-104, Subd. 4

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the day and year first above written.

CURRENT USA, INC.

By *Albert Fallenstein*
Albert Fallenstein, Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
FEB 16 1999
Karen Hoffmann
Secretary of State

State of Minnesota

SECRETARY OF STATE*Certificate of Merger*

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger..

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

NI: PAPERDIRECT, INC.

MN: CURRENT USA, INC.

State of Formation and Name of Surviving Entity:

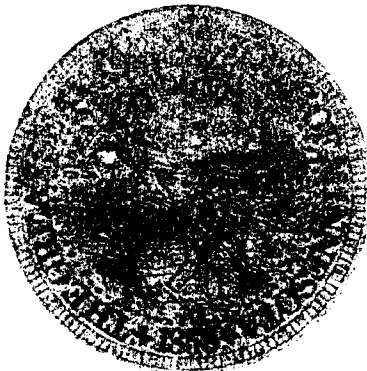
MN: CURRENT USA, INC.

Effective Date of Merger: 2/16/99

Name of Surviving Entity After Effective Date of Merger:

CURRENT USA, INC.

This certificate has been issued on: 2/16/99



Mary Kiffmeyer
Secretary of State.

10 T-773

6-132

**CERTIFICATE OF MERGER
OF
PAPERDIRECT, INC.
WITH AND INTO
CURRENT USA, INC.**

THIS INSTRUMENT, made and executed as of the 2nd day of January, 1999, constitutes the Certificate of Merger concerning the merger of PaperDirect, Inc., a New Jersey corporation, with and into Current USA, Inc., a Minnesota corporation, pursuant to Minnesota Statutes, Sections 302A.621 and Sections 14A:10-5.1 and 14A:10-7 of the New Jersey Business Corporation Act (the "Merger").

The undersigned hereby certifies that the following Plan of Merger was unanimously approved by a resolution of the Board of Directors of Current USA, Inc. pursuant to Minnesota Statutes, Section 302A.621, by a writing in lieu of a meeting signed by all of the directors on January 2, 1999, and said resolutions remain in full force and effect as of the date hereof:

1. Parent and Subsidiary. Current USA, Inc. is the Parent of PaperDirect, Inc. ("the Subsidiary"). Current USA, Inc. owns 2,500 shares of common stock of the Subsidiary, constituting all of the issued and outstanding shares of the Subsidiary.

2. The Surviving Corporation. The Subsidiary shall be merged with and into Current USA, Inc. and Current USA, Inc. shall be the Surviving Corporation in the Merger. The separate existence of the Subsidiary shall cease.

3. Effective Date. The Merger shall be effective as of January 2, 1999, or date of filing, if applicable.

4. Manner and Basis of Converting Shares. Effective immediately upon the effective date of the Merger, each share of common stock of the Subsidiary then issued and outstanding shall be cancelled.

5. Service of Process in New Jersey on Surviving Corporation. The Surviving Corporation agrees that it may be served with process in New Jersey in any proceeding for the enforcement of any obligation of the Subsidiary and irrevocably appoints the New Jersey Secretary of State as its agent to accept service of process in any such proceeding. The address to which the Secretary of State shall mail a copy of the process in such a proceeding to the Surviving Corporation is Current USA, Inc., 1725 Rce Crest Drive, North Mankato, Minnesota 56003.

616223

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Pursuant to Minnesota Statutes, Section 302A.621, and Section 14A:10-5.1 of The New Jersey Business Corporation Act, approval of the shareholders is not required. There are no shareholders of the Subsidiary other than Current USA, Inc., so there is no notice requirement as set forth in Minnesota Statutes, Section 302A.621, Subd. 2, or New Jersey Statutes, Section 14A.10-5.1, Subd. (2).

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the day and year first above written.

CURRENT USA, INC.

By Albert Fallenstein
Albert Fallenstein, Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
FEB 16 1999 *
Joseph Hoffmann
Secretary of State

SECRETARY OF STATE*Certificate of Merger*

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger..

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

CO: CURRENT EQUIPMENT CORPORATION

MN: CURRENT USA, INC.

State of Formation and Name of Surviving Entity:

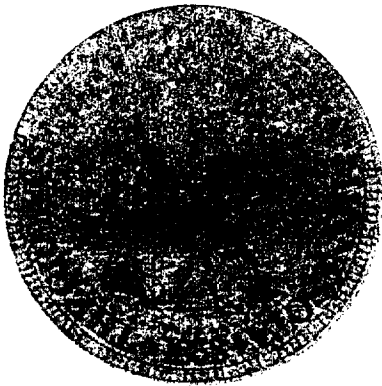
MN: CURRENT USA, INC.

Effective Date of Merger: 2/16/99

Name of Surviving Entity After Effective Date of Merger:

CURRENT USA, INC.

This certificate has been issued on: 2/16/99



Mary Kiffmeyer
Secretary of State.

11-J-773

0334

**ARTICLES OF MERGER
OF
CURRENT EQUIPMENT CORPORATION
WITH AND INTO
CURRENT USA, INC.**

THIS INSTRUMENT, made and executed as of the 2nd day of January, 1999, constitutes the Articles of Merger concerning the merger of Current Equipment Corporation, a Colorado corporation, with and into Current USA, Inc., a Minnesota corporation, pursuant to Minnesota Statutes, Sections 302A.621 and Sections 7-111-107 and 7-111-104 of the Colorado Business Corporation Act (the "Merger").

The undersigned hereby certifies that the following Plan of Merger has been unanimously approved by the Board of Directors of Current USA, Inc. pursuant to Minnesota Statutes, Section 302A.621, and remains in full force and effect as of the date hereof.

1. Parent and Subsidiary. Current USA, Inc. is the Parent of Current Equipment Corporation ("the Subsidiary"). Current USA, Inc. owns 1,000 shares of common stock of the Subsidiary, constituting all of the issued and outstanding shares of the Subsidiary.

2. The Surviving Corporation. The Subsidiary shall be merged with and into Current USA, Inc. and Current USA, Inc. shall be the Surviving Corporation in the Merger. The separate existence of the Subsidiary shall cease.

3. Effective Date. The Merger shall be effective as of January 2, 1999, or date of filing, if applicable.

4. Manner and Basis of Converting Shares. Effective immediately upon the effective date of the Merger, each share of common stock of the Subsidiary then issued and outstanding shall be cancelled.

5. Service of Process in Colorado on Surviving Corporation. Service of process on Current USA, Inc. in any proceeding to enforce any obligation or rights of dissenting shareholders of the Subsidiary or in any proceeding based on a cause of action arising with respect to the Subsidiary shall be made by registered or certified mail, return receipt requested, to the Parent at its principal office located at 1725 Roe Crest Drive, North Mankato, Minnesota 56003.

616221

Pursuant to Minnesota Statutes, Section 302A.621, and Section 7-111-104 of The Colorado Business Corporation Act, approval of the shareholders is not required. There are no shareholders of the Subsidiary other than Current USA, Inc., so there is no notice requirement as set forth in Minnesota Statutes, Section 302A.621, Subd. 2, or Colorado Statutes, Section 7-111-104, Subd. 4

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the day and year first above written.

CURRENT USA, INC.

By *Albert Fallenstein*
Albert Fallenstein, Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
FEB 16 1999
Harv. Hoffmann
Secretary of State

CERTIFICATE OF MERGER
OF
PAPERDIRECT, INC.
WITH AND INTO
CURRENT USA, INC.

MRG

FILED

0100356628

AUG 31 1999

State Treasurer

THIS INSTRUMENT, made and executed as of the 2nd day of January, 1999, constitutes the Certificate of Merger concerning the merger of PaperDirect, Inc., a New Jersey corporation, with and into Current USA, Inc., a Minnesota corporation, pursuant to Minnesota Statutes, Sections 302A.621 and Sections 14A:10-5.1 and 14A:10-7 of the New Jersey Business Corporation Act (the "Merger").

The undersigned hereby certifies that the following Plan of Merger was unanimously approved by a resolution of the Board of Directors of Current USA, Inc. pursuant to Minnesota Statutes, Section 302A.621, by a writing in lieu of a meeting signed by all of the directors on January 2, 1999, and said resolutions remain in full force and effect as of the date hereof:

1. Parent and Subsidiary. Current USA, Inc. is the Parent of PaperDirect, Inc. ("the Subsidiary"). Current USA, Inc. owns 2,500 shares of common stock of the Subsidiary, constituting all of the issued and outstanding shares of the Subsidiary.
2. The Surviving Corporation. The Subsidiary shall be merged with and into Current USA, Inc. and Current USA, Inc. shall be the Surviving Corporation in the Merger. The separate existence of the Subsidiary shall cease.
3. Effective Date. The Merger shall be effective as of January 2, 1999, or date of filing, if applicable.
4. Manner and Basis of Converting Shares. Effective immediately upon the effective date of the Merger, each share of common stock of the Subsidiary then issued and outstanding shall be cancelled.
5. Service of Process in New Jersey on Surviving Corporation. The Surviving Corporation agrees that it may be served with process in New Jersey in any proceeding for the enforcement of any obligation of the Subsidiary and irrevocably appoints the New Jersey Secretary of State as its agent to accept service of process in any such proceeding. The address to which the Secretary of State shall mail a copy of the process in such a proceeding to the Surviving Corporation is Current USA, Inc., 1725 Roe Crest Drive, North Mankato, Minnesota 56003.

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Pursuant to Minnesota Statutes, Section 302A.621, and Section 14A:10-5.1 of The New Jersey Business Corporation Act, approval of the shareholders is not required. There are no shareholders of the Subsidiary other than Current USA, Inc., so there is no notice requirement as set forth in Minnesota Statutes, Section 302A.621, Subd. 2, or New Jersey Statutes, Section 14A.10-5.1, Subd. (2).

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the day and year first above written.

CURRENT USA, INC.

By Albert Fallenstein
Albert Fallenstein, Secretary



State of New Jersey
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION

August 23, 1999

Certificate No. B-18388-M
Application No. EY

Fee Paid \$25.00

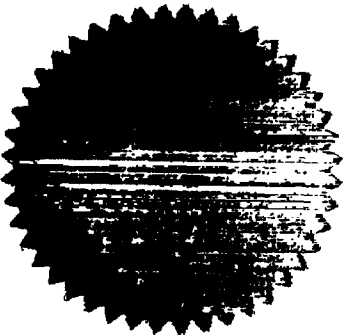
TAX CLEARANCE CERTIFICATE

This is to certify that all State taxes, fees, penalties, and interest levied upon or assessed against:

PAPERDIRECT, INC.
0100-3566-28

by the State of New Jersey, under Title 54 of the Revised Statutes and all acts amendatory thereof, or antecedent or supplementary thereto, have been paid or provided for.

This Certificate is VOID after 45 days from the date herein.



WITNESS my hand and official seal at Trenton,
this 24TH day of AUGUST A.D. 1999

Robert K. Thompson

Robert K. Thompson, Director
New Jersey Division of Taxation

1440D02258222857922000012001 601-H

New Jersey is an Equal Opportunity Employer

TRADEMARK
REEL: 002043 FRAME: 0051



State of New Jersey
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION

August 23, 1999

Certificate No.: N-18387

Fee Paid: \$25.00

Application No.: EY

CERTIFICATE OF NON-ASSESSMENT OF STATE TAXES

This is to certify that there have been no State taxes levied upon or assessed against:

CURRENT USE, INC.
(A MINNESOTA CORPORATION-NOT AUTHORIZED
BY THE NEW JERSEY SECRETARY OF STATE -
SURVIVOR OF MERGER.)

by the State of New Jersey, under Title 54 & 54A of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto.

This Certificate is VOID after: OCTOBER 15, 1999.

WITNESS my hand and official seal at Trenton,
this day,



Robert K. Thompson

New Jersey Division of Taxation

1440D02258222857922000012001 610H

New Jersey is an Equal Opportunity Employer

TRADEMARK
REEL: 002043 FRAME: 0052

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the Chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

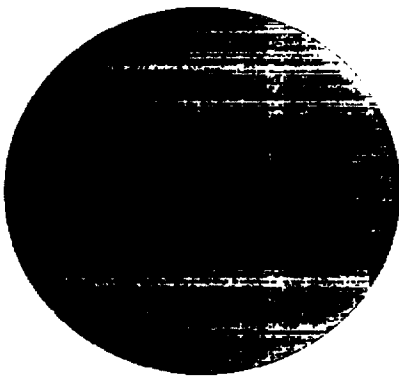
NAME: Current USA, Inc.

DATE FORMED: 11/25/1998

CHAPTER GOVERNED BY: 302A

This certificate has been issued on January 29, 1999.

Not needed



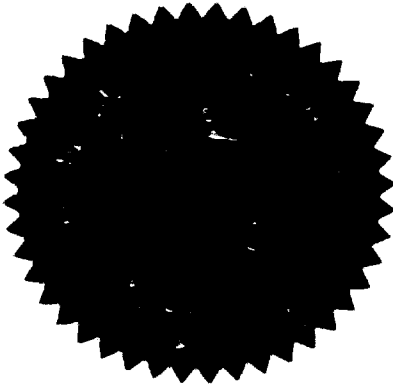
Mary Kiffmeyer
Secretary of State.

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

PAPERDIRECT, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate Of Merger
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.*

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
4th day of January, 2000



Roland M Machold

Roland M Machold
Treasurer