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OMB No. 0651-0027 (exp. 5/31/2002)

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

1. Name of conveying party(ies):

Environmental Lighting Concepts, Inc.

- Individual(s)
- General Partnership
- Corporation - Maryland
- Other
- Association
- Limited Partnership

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

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

Name: Environmental Lighting Concepts, Inc.

Internal Address:

Street Address: 1214 W. Cass St.

City: Tampa State: Florida ZIP: 33606

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- 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: May 29, 2001

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

A. Trademark Application No.(s)

75/672,661 76/233628 76/203874 76/203873

B. Trademark Registration No.(s)

1,704,198 2,421,453 2,398,099

Additional numbers attached?  Yes  No

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

Name: Amanda C. Dake

Internal Address: Jones Day Reavis & Pougé

Street Address: 2727 North Harwood Street

City: Dallas State: Texas ZIP: 75201-1515

12/31/2001 6TOM11 00000106 75672661

01 FC:481  
02 FC:482

40.00 DP  
150.00 OP

6. Total Number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$190.00

- Enclosed
- Authorized to be charged to deposit account
- Any deficiencies or overpayments are authorized to be charged or credited to the deposit account

8. Deposit account number:

50-0566

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

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.

Michelle McMullen  
Name of Person Signing

*Michelle McMullen*  
Signature

December 20, 2001  
Date

Total number of pages including cover sheet, attachments and document: 9

CERTIFICATE UNDER 37 CFR 1.10 BY "EXPRESS MAIL"

I hereby certify that this cover sheet, attachments, document, and fee are being deposited with United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated below and are addressed to the Commissioner of Patents and Trademarks, Box Assignment, Washington, D. C. 20231

*Michelle McMullen*

Signature  
Michelle McMullen  
(type or print name of person certifying)

Express Mail Label No. EL415079820US  
Date of Deposit: December 20, 2001  
DL: 1216301v1

TRADEMARK  
REEL: 002415 FRAME: 0050

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"ENVIRONMENTAL LIGHTING CONCEPTS, INC.", A MARYLAND CORPORATION,

WITH AND INTO "ENVIRONMENTAL LIGHTING CONCEPTS, INC." UNDER THE NAME OF "ENVIRONMENTAL LIGHTING CONCEPTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF MAY, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE TWENTY-NINTH DAY OF MAY, A.D. 2001.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1154786

DATE: 05-25-01

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TRADEMARK  
REEL: 002415 FRAME: 0051

**PLAN AND AGREEMENT OF MERGER**  
**OF**  
**ENVIRONMENTAL LIGHTING CONCEPTS, INC.**  
**(a Maryland corporation)**  
**AND**  
**ENVIRONMENTAL LIGHTING CONCEPTS, INC.**  
**(a Delaware corporation)**

**PLAN AND AGREEMENT OF MERGER** entered into on May 25, 2001 by **ENVIRONMENTAL LIGHTING CONCEPTS, INC.**, a corporation of the State of Maryland ("ELC Maryland"), and approved by resolution adopted by its Board of Directors on said date, and entered into on May 25, 2001 by **ENVIRONMENTAL LIGHTING CONCEPTS, INC.**, a corporation of the State of Delaware ("ELC Delaware"), and approved by resolution adopted by its Board of Directors on said date.

**WHEREAS** ELC Maryland is a corporation duly incorporated, validly existing and in good standing under the laws of the State of Maryland with its registered agent therein located at 300 Lombard Street, Baltimore, Maryland 21202; and

**WHEREAS**, ELC Delaware is a corporation duly incorporated, validly existing and in good standing under the laws of the State of Delaware with its registered agent therein located at 2711 Centreville Road, Suite 400, New Castle County, Wilmington, Delaware 19808; and

**WHEREAS** the total number of shares of stock which ELC Maryland has authority to issue is 5000, all of which are of one class and without par value; and

**WHEREAS** the total number of shares of stock which ELC Delaware has authority to issue is 29,500,000 shares of common stock, par value \$0.01 per share; and

**WHEREAS** the Maryland General Corporation Law permits a merger of a corporation of the State of Maryland with and into a corporation of another jurisdiction; and

**WHEREAS** the General Corporation Law of the State of Delaware permits the merger of a corporation of another jurisdiction with and into a corporation of the State of Delaware; and

**WHEREAS**, the respective Boards of Directors of ELC Maryland and ELC Delaware declare it advisable and to the advantage, welfare, and best interests of said corporations and their respective stockholders to merge ELC Maryland with and into ELC Delaware pursuant to Section 3-102, et seq. of the Maryland General Corporation Law and

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corporation in accordance with the provisions of the General Corporation Law of the State of Delaware, the said corporations agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Maryland and by the laws of the State of Delaware, and that they will cause to be performed all necessary acts within the State of Maryland and the State of Delaware and elsewhere to effectuate the merger herein provided for.

8. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and 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 and Agreement of Merger or of the merger herein provided for.

9. This Plan and Agreement of Merger shall be governed in all respects by the laws of the State of Delaware without giving effect to any conflict of law provisions.

10. This Agreement constitutes the entire agreement among the parties with respect to the subject matter of this Agreement. This Agreement supercedes all prior agreements and understandings, both oral and written, between the parties with respect to the subject matter hereof of this Agreement.

11. This Agreement may be signed in any number of counterparts, each of which will be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument.

12. The Plan and Agreement of Merger has been approved by the stockholders of each Constituent Corporation.


IN WITNESS WHEREOF, this Plan and Agreement of Merger is hereby executed upon behalf of the constituent corporations parties thereto.

Dated:

ENVIRONMENTAL LIGHTING CONCEPTS, INC.,  
a Delaware Corporation

By:   
FRED MENDELSON, President

ENVIRONMENTAL LIGHTING CONCEPTS, INC.,  
a Maryland Corporation

By:   
FRED MENDELSON, President

# INTELLECTUAL PROPERTY

## Section 1: Patents

**Product:** *Clamping Holder for Lamp for a Flowerpot (clamp for 13w Gro-Lite)*  
**File Date:** 1/25/99  
**Application No.** 09/236,544  
**Patent No.** 6,042,067  
**Patent Date:** 3/28/2000  
**Patented/Patent Pending:** Patented - valid for 20 years following filing date  
**Additional Patents:** China, Patent No. 96301668.7, patented through year 2004

**Product:** *Pivot Connector for Easel Lamp*  
**File Date:** 1/25/99  
**Application No.:** 09/236,530  
**Patent No.:** 6,079,857  
**Patent Date:** 06/27/00  
**Patented/Patent Pending:** Patented - valid for 20 years following filing date

**Product:** *Mounting Device for Birdcage Lamp*  
**File Date:** 1/25/99  
**Application No.:** 09/236,542  
**Patent No.:** 6,079,850  
**Patent Date:** 6/27/2000  
**Patented/Patent Pending:** Patented - valid for 20 years following filing date  
**Additional Patents:** China, Patent No. 98247959.X, year 2007, Taiwan, Patent No. 150173, patented through year 2007

**Product:** *Durable Pivotal Connecting Device*  
**File Date:** Interim filing date of 2/15/00  
**Application No.:** 09/504,402  
**Patent No.:** 6,270,238  
**Patent Date:** 8/7/2001  
**Patented/Patent Pending:** Patented - valid for 2- years following filing date  
**Additional Patents:** Taiwan, Patent No. 137657, patented through year 2009

**Product:** *Stretchable and Contractable Desk Lamp*  
**File Date:** 7/11/97  
**Application No.:** 891,681  
**Patent No.:** 5,871,274  
**Patent Date:** 2/16/99  
**Patented/Patent Pending:** Patented – valid for 20 years following filing date  
**Additional Patents:** Taiwan, Patent No. 32727, patented through year 2008, China, Patent No. 97218323.X, patented through year 2005

**Product:** *Adjustable Magnifier Structure Mountable on Various Lamps (3x Magnifier Accessory)*  
**File Date:** 9/22/99  
**Application No.:** 09/401,639  
**Patent No.:** 6,088,173  
**Patent Date:** 7/11/2000  
**Patented/Patent Pending:** Patented – valid for 20 years following filing date  
**Additional Patents:** China and Taiwan – expires 8/25/11

**Product:** *Lamp Stand (13w & 18w Desk Organizer base)*  
**File Date:** 05/01/2000  
**Application No.:** 29/122,614  
**Patent No.:**  
**Patent Date:**  
**Patented/Patent Pending:** Patent pending  
**Additional Patents:** China and Taiwan – both are awaiting approval

**Product:** *Desk Lamp (18w Crane Lamp)*  
**File Date:** 5/1/2000  
**Application No.:** 29/122,615  
**Patent No.:** D441,476S  
**Patent Date:** 5/1/2001  
**Patented/Patent Pending:** Patented  
**Additional Patents:** China and Taiwan – both are patent pending, awaiting approval

**Product:** *Mirror with Lamp* (14w Beauty Make-Up Mirror)  
**File Date:** Pending (application submitted 2/23/01)  
**Application No.:** Pending  
**Patent No.:**  
**Patent Date:**  
**Patented/Patent Pending:** Pending  
**Additional Patents:**

**Product:** *Grounding Device for Lamp with Shielded Electrodes*  
**File Date:** 2/16/88  
**Application No.:** 07/156,156  
**Patent No.:** 4,794,499  
**Patent Date:** 12/27/88  
**Patented/Patent Pending:** Patented - valid for 20 years following filing date  
**Additional Patents:** French Patent Application, Serial No. 8901979, filed February 15, 1989; German Patent Application, Serial No. P3904521.8, filed February 15, 1989; Swiss Patent Application, Serial No. 524/89-3, filed February 15, 1989; New Zealand Patent No. 227782, issued August 20, 1991; Netherlands Patent Application, Serial No. 8900382, filed February 16, 1989; Italian Patent Application, Serial No. 47645-A-89, filed February 14, 1989; United Kingdom Patent Application, Serial No. 8922317.6, filed February 7, 1989; Patent Cooperation Treaty Patent Application, Serial No. PCT/US89/00491, filed February 7, 1989 (Convention Countries: Australia, Norway, Denmark, Sweden, Japan, and United Kingdom).

## Section 2: Trademarks

*Otllite*  
**USPTO Reg. No. :** 1,704,198  
**Reg. Date:** 7/28/92

*The Learning Light*  
**USPTO Reg. No.:** 2,421,453  
**Reg. Date:** 1/16/01

*The Power To See*  
**USPTO Reg. No.:** 2,398,099

**Reg. Date:** 10/24/00

*Ott-lite Vision Saver*

**USPTO Serial No.:** 75/672,661

**Filed:** 3/26/99

*Ott-Lite (China)*

**Application No.:** 9700109118

**TM Registration No.:** 1247412

**Registration Date:** 2/14/99 – TM valid for 10 years

**Renewal:**

*Super D – 5000*

Perfect for Color Matching

**USPTO Serial No.:** 76/233628

**Filed:** 4/2/01

*Ott-Lite Technology*

(with design)

**USPTO Serial No.:** 76-203874

**Filed:** 2/2/01

*Ott-Lite Technology*

(without design)

**USPTO Serial No.:** 76/203873

**Filed:** 2/2/01

*Vision Saver*

(European Union)

**Application No.:** 002064624

**Filed:** 1/2/01

Section 3: Copyrights

None