

# State of Idaho

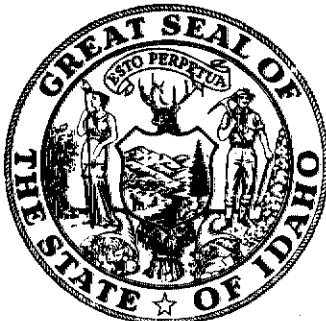
## Department of State

### CERTIFICATE OF MERGER OR CONSOLIDATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of merger of SIERRA OFFICE CONCEPTS, INC., a Delaware corporation, into ASSOCIATED BUSINESS PRODUCTS, INC., an Idaho corporation, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this certificate of merger, and attach hereto a duplicate original of the Articles of Merger.

Dated: September 23, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shirley J. Clark*

# ARTICLES OF MERGER

## MERGING

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IDAHO SECRETARY OF STATE

SIERRA OFFICE CONCEPTS, INC.

SEP 23 10 49 AM '94  
SECRETARY OF STATE

INTO

ASSOCIATED BUSINESS PRODUCTS, INC.

Pursuant to Section 30-1-74 of the Idaho Business Corporation Act, I hereby submit the following Articles of Merger merging Sierra Office Concepts, Inc. into Associated Business Products, Inc.

### I.

Sierra Office Concepts, Inc. ("Sierra Office"), a Delaware corporation, shall merge with and into Associated Business Products, Inc. ("Associated Business"), a corporation organized under the laws of the State of Idaho. The name of the surviving corporation shall be Associated Business Products, Inc.

### II.

AOP, Inc., a Delaware corporation, is the parent corporation and owner of all issued and outstanding shares of stock of Erskine Holdings, Inc., a Delaware corporation, and Associated Business. Erskine Holdings, Inc. owns 100% of all the issued and outstanding shares of stock of Sierra Office. Associated Business has 157.43 outstanding shares of stock. The presently issued and outstanding shares of stock of Sierra Office, which is the merging corporation, shall be converted into and exchanged for 31.486 shares of Associated Business as a result of the merger. The presently issued and outstanding shares of stock of Associated Business, the surviving corporation, shall be canceled and converted into 125.944 shares of Associated Business as a result of the merger. The outstanding shares of capital of Associated Business, as a result of the merger, shall be 157.43 shares with 31.486 shares held by Erskine Holdings, Inc. and 125.944 shares held by AOP, Inc. and together shall constitute all of the outstanding capital of Associated Business.

### III.

The Articles of Incorporation of Associated Business shall be the Articles of Incorporation of the corporation surviving the merger. No changes or amendments shall be made to the Articles of Incorporation of Associated Business because of said merger.

### IV.

The by-laws of Associated Business shall be the by-laws of the corporation surviving the merger.

### V.

The directors and officers of Associated Business shall be the directors and officers of the corporation surviving the merger and shall serve until their successors are elected.

### VI.

The merger shall be effective as of the close of business on September 30, 1994.

### VII.

Sierra Office has 1,000 shares of outstanding common stock, \$1.00 par value. The stockholders of Sierra Office voted 100% of the shares in favor of the plan of merger and no shares against the plan of merger.

VIII.

Pursuant to Section 30-1-73(d) of the Idaho Business Corporation Act, no vote of the stockholders of Associated Business is required.

IN WITNESS WHEREOF, Sierra Office Concepts, Inc. and Associated Business Products, Inc., by their respective officers, hereunto duly authorized, have caused these Articles of Merger to be executed this 12th day of September, 1994.

SIERRA OFFICE CONCEPTS, INC.

Attest:

Karin M. Kinney  
Karin M. Kinney  
Assistant Secretary

Robert M. Kearns II  
Robert M. Kearns II  
Vice President

ASSOCIATED BUSINESS PRODUCTS, INC.

Attest:

Karin M. Kinney  
Karin M. Kinney  
Assistant Secretary

Robert M. Kearns II  
Robert M. Kearns II  
Vice President

COMMONWEALTH OF PENNSYLVANIA :  
:  
COUNTY OF CHESTER :

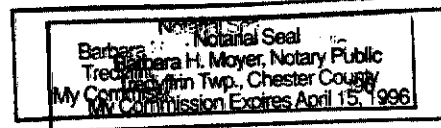
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Robert M. Kearns, II, being first duly sworn, says that he is the Vice President of Sierra Office Concepts, Inc. and that he has read the foregoing Articles of Merger and knows the contents thereof, and verily believes the statements made therein contained are true as he verily believes.

By: Barbara H. Moyer  
Barbara H. Moyer  
Notary Public

COMMONWEALTH OF PENNSYLVANIA :  
:  
COUNTY OF CHESTER :

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Robert M. Kearns, II, being first duly sworn, says that he is the Vice President of Associated Business Products, Inc. and that he has read the foregoing Articles of Merger and knows the contents thereof, and verily believes the statements made therein contained are true as he verily believes.

By: Barbara H. Moyer  
Barbara H. Moyer  
Notary Public

