

05-14-1998

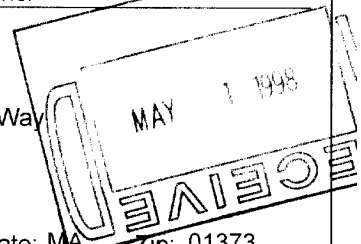
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To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof

<p>1. Name of conveying party(ies): Rule Industries, Inc.</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State Massachusetts  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: Rule Cutting Tools, Inc. Internal Address: Street Address: 5 Industrial Way City: Deerfield State: MA Zip: 01373</p> <p><input type="checkbox"/> Individual(s) citizenship: _____  <input type="checkbox"/> Association: _____  <input type="checkbox"/> General Partnership: _____  <input type="checkbox"/> Limited Partnership: _____  <input checked="" type="checkbox"/> Corporation-State: Massachusetts  <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the U.S., a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment      <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: June 20, 1997</p>	
<p>4. Application number(s) or patent number(s):</p> <p>A. Trademark Application No.(s): B. Trademark Registration No.(s): 799,476; 1,316,575; 821,122; 1,555,488; 90,101; 181,087; 1,157,842; 870,292</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: DICKSTEIN SHAPIRO MORIN &amp; OSHINSKY LLP Internal Address: Attn. Dkt. G8310.018 (Rule) Attn: William E. Powell, III Street Address: 2101 L Street N.W. City: Washington State: D C Zip: 20037-1526</p>	<p>6. Total number of applications and registrations involved: 8</p> <p>7. Total fee (37 CFR 3.41) \$205.00  <input checked="" type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 04-1073</p>
<p style="text-align: center;">DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature. <i>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.</i></p> <p>William E. Powell, III      <i>W.E. Powell</i>      May 1 Name of Person Signing      Signature      Date Reg. No. 39,803</p>	
<p>Total number of pages including cover sheet, attachments, and document: 3</p>	



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Examiner

# The Commonwealth of Massachusetts

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William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS (General Laws, Chapter 156B, Section 82)

We, Paul W. Jones, \*President ~~XXXXXX~~

and Gary L. Weller, \*Clerk ~~XXXXXX~~

of Rule Cutting Tools, Inc. 8/7/84  
(Exact name of corporation)

organized under the laws of the Commonwealth of Massachusetts and herein called the parent corporation,

certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

NAME	STATE OF ORGANIZATION	DATE OF ORGANIZATION
<u>Rule Manufacturing, Inc.</u> <u>043211933</u>	Massachusetts	November 9, 1993 <u>n/c</u>

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

~~Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.~~

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

P.C.

TRADEMARK

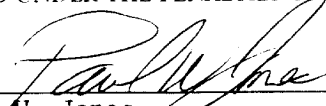
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5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. ~~If a later effective date is desired, specify such date, which shall not be more than thirty days after the date of filing.~~

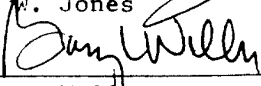
~~Section 5 below may be deleted if the parent corporation is organized under the laws of Massachusetts.~~

6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by General Laws, Chapter 156B, Section 82, Subsection (e), so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of ~~any such obligations, including taxes, in the same manner as provided in Chapter 181.~~

SIGNED UNDER THE PENALTIES OF PERJURY, this 20th day of June, 19 97,

  
Paul W. Jones

, \*President ~~XXXXXXXXXX~~

  
Gary L. Weller

, \*Clerk ~~XXXXXXXXXX~~

*\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*