

07-06-1998

Docket No.:



100755455

To the Honorable Commissioner of Patent

To record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Southern Coatings, Inc.  
P.O. Box 160  
Sumter, SC 29151

- Individual(s)
- General Partnership
- Corporation-State **South Carolina**
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

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

Execution Date: **June 1, 1996**

2. Name and address of receiving party(ies)

Name: **Pratt & Lambert United, Inc.**

Internal Address:

Street Address: **75 Tonawanda Street**

City: **Buffalo** State: **NY** ZIP: **14240**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **New York**
- Other

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & addresses)  Yes  N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

|           |           |           |
|-----------|-----------|-----------|
| 812,003   | 1,262,768 | 1,543,157 |
| 1,280,372 | 1,081,437 | 1,384,889 |
| 1,284,842 | 1,507,666 | 624,348   |

Additional numbers  Yes  No

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

Name: **Robert E. McDonald, Esq.**

Internal Address: **The Sherwin-Williams Company**

**1100 Midland Bldg. - Legal Dept.**

Street Address: **101 Prospect Avenue, NW**

City: **Cleveland** State: **OH** ZIP: **44115**

6. Total number of applications and registrations involved

24

7. Total fee (37 CFR 3.41) \$ **\$615.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

19-2025

DO NOT USE THIS SPACE

11/25/1997 FTAYLOR 00000200 DAN:192025 812003  
01 FC:481 40.00 CH  
02 FC:482 575.00 CH

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.

**Robert E. McDonald**

Name of Person Signing

Signature

10/2/98

Date

TRADEMARK

|           |           |           |
|-----------|-----------|-----------|
| 1,385.633 | 783.510   | 1,236.928 |
| 1,321.677 | 1,492,801 | 1,123.093 |
| 1,228.039 | 1,588,453 | 1,330.385 |
| 1,394,557 | 1,450,247 | 1,116.797 |
| 1,083.078 | 1,322,848 | 969.029   |

State of New York }  
Department of State } ss.

*I hereby certify that the annexed copy has been compared with the original documents in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

JUN 03 1996



A handwritten signature in black ink, appearing to read "J. L. ...", written over a horizontal line.

*Special Deputy Secretary of State*

F060530000464

# CSC 45

## CERTIFICATE OF MERGER

OF

UP COATINGS, INC.,  
UNITED PAINT COMPANY,  
AND  
SOUTHERN COATINGS, INC.

INTO

PRATT & LAMBERT UNITED, INC.

UNDER SECTION 905 OF  
THE NEW YORK BUSINESS CORPORATION LAW

Louis E. Stellato, being the Vice President and Secretary, and Richard A. Legenza, being the Assistant Secretary, of each of UP Coatings, Inc., United Paint Company, Southern Coatings, Inc. and Pratt & Lambert United, Inc., hereby certify as follows:

1. Pratt & Lambert United, Inc., a New York corporation (the "Surviving Corporation"), owns all of the outstanding shares of capital stock of the following corporations (the "Subsidiaries"):

| <u>Name of Corporation</u> | <u>State of Incorporation</u> | <u>Original Name</u>            |
|----------------------------|-------------------------------|---------------------------------|
| UP Coatings, Inc.          | California                    | The P&L Acquisition Corporation |
| United Paint Company       | Tennessee                     | United Paint Company            |
| Southern Coatings, Inc.    | South Carolina                | P&L Subsidiary, Inc.            |

2. As to each Subsidiary, the designation and number of outstanding shares and the number of such shares owned by the Surviving Corporation is as follows:

| <u>Name of Subsidiary</u> | <u>Designation and Number of Outstanding Shares</u> | <u>Number of Shares Owned By Surviving Corporation</u> |
|---------------------------|---|--|
| UP Coatings, Inc.         | 200 Common shares, \$1.00 par value                 | 200  |
| United Paint Company      | 6,336 Common shares, without par value              | 6,336  |
| Southern Coatings, Inc.   | 200 Common shares, No Par value                     | 200  |

3. The Surviving Corporation owns all of the outstanding shares of each Subsidiary.

4. Each merger is permitted by the laws of the state of incorporation of each foreign Subsidiary and is in compliance therewith. Information regarding the incorporation of each Subsidiary is as follows:

| <u>Name of Subsidiary</u> | <u>Date of Incorporation</u> | <u>State of Incorporation</u> |
|---------------------------|------------------------------|-------------------------------|
| UP Coatings, Inc.         | December 4, 1986             | California                    |
| United Paint Company      | December 16, 1949            | Tennessee                     |
| Southern Coatings, Inc.   | November 7, 1980             | South Carolina                |

None of the Subsidiaries has filed an application for authority to do business in the State of New York.

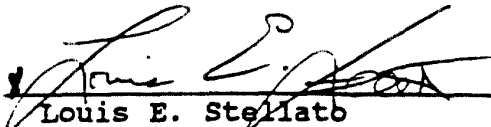
5. In each merger, the surviving corporation is Pratt & Lambert United, Inc., a New York corporation, incorporated on May 3, 1897. Each merger is permitted by the laws of the State of New York and is in compliance therewith.

6. Each merger shall be effective on June 1, 1996.

7. Each merger was approved by the Board of the Surviving Corporation in accordance with the laws of the State of New York.

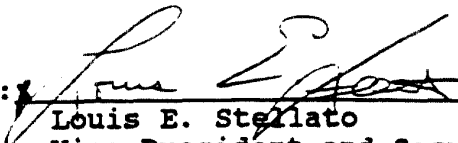
IN WITNESS WHEREOF, this certificate has been signed as of May 24, 1996 and the statements contained herein are affirmed as true under penalties of perjury.

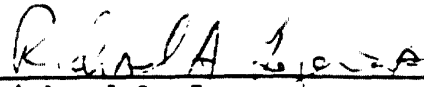
PRATT & LAMBERT UNITED, INC.

By:   
Louis E. Stellato  
Vice President and Secretary

By:   
Richard A. Legenza  
Assistant Secretary

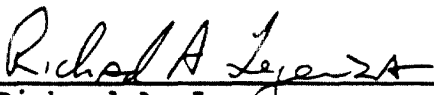
UP COATINGS, INC.

By:   
Louis E. Stellato  
Vice President and Secretary


By:   
Richard A. Legenza  
Assistant Secretary

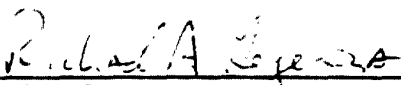
SOUTHERN COATINGS, INC.

By:   
Louis E. Stellato  
Vice President and Secretary

By:   
Richard A. Legenza  
Assistant Secretary

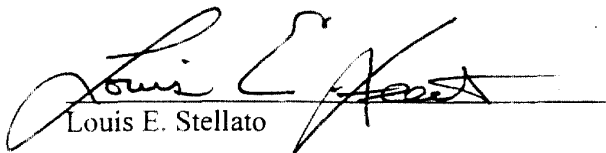
UNITED PAINT COMPANY

By:   
Louis E. Stellato  
Vice President and Secretary

By:   
Richard A. Legenza  
Assistant Secretary

**CERTIFICATION**

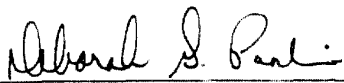
I, Louis E. Stellato, Vice President, General Counsel and Secretary of The Sherwin-Williams Company, do hereby certify that the attached copy of a Certificate of Merger of Pratt & Lambert United, Inc. with and into The Sherwin-Williams Company, is a true copy of the original.

  
Louis E. Stellato

STATE OF OHIO            )  
  )SS.  
COUNTY OF CUYAHOGA )

BEFORE ME, a Notary Public in and for said county and state, appeared Louis E. Stellato, to me personally known who being sworn, did say that he is the Vice President, General Counsel and Secretary of The Sherwin-Williams Company and that this is a true copy of the Certificate of Merger of Pratt & Lambert United, Inc. with and into The Sherwin-Williams Company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Cleveland, Ohio, this 30<sup>th</sup> day of September, 1997.

  
\_\_\_\_\_  
Notary Public

**DEBORAH G. PANKIW**  
Notary Public, State of Ohio, Cuy. Cty.  
My Commission Expires Aug. 21, 1999



TO SECRETARY OF STATE  
COLUMBIAN STATEMENT  
1/20/96

CHARTER NUMBER: 008027

05540-1219  
ROLL AND FRAME: 5540-121

CORPORATION:

THE SHERWIN-WILLIAMS COMPANY

| DOCUMENT NUMBER | CODE | FE   |
|-----------------|------|------|
| 96061435601     | MER  | 50.0 |
| 96061435601     | MIS  | 10.0 |
| 96061435601     | TIC  | 80.0 |

124173

RETURN TO: C T CORPORATION SYSTEM  
ATTN R NEWMAN  
17 S HIGH ST  
COLUMBUS OH 43215

TOTAL : 140.00

0518



# The State of Ohio

Bob Taft

Secretary of State

8027

## Certificate

is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: MER MIS TIC

of:

THE SHERWIN-WILLIAMS COMPANY

United States of America  
State of Ohio  
Office of the Secretary of State

Recorded on Roll 5540 at Frame 1221 of  
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 14TH day of JUNE

A.D. 19 96



*Bob Taft*  
Bob Taft  
Secretary of State

TRADEMARK  
REEL: 1747 FRAME: 0317



10329-1001

8027

Prescribed by  
Bob Taft, Secretary of State  
30 East Broad Street, 14th Floor  
Columbus, Ohio 43266-0418  
Form MER (July 1994)

Approved RB  
Date 6/14/96  
Fee 50.00

96061435601

### CERTIFICATE OF MERGER

In accordance with the requirements of Ohio law, the undersigned corporations, limited liability companies and/or limited partnerships, desiring to effect a merger, set forth the following facts:

#### I. SURVIVING ENTITY

A. The name of the entity surviving the merger is:

The Sherwin-Williams Company

(If the surviving entity is an Ohio limited partnership or qualified foreign limited partnership, its registration number must be provided)

B. Name change: As a result of this merger, the name of the surviving entity has been changed to the following: \_\_\_\_\_

(Only if the name of surviving entity is changing through the merger)

C. The surviving entity is a: *(Please check the appropriate box and fill in the appropriate blanks)*

Domestic (Ohio) corporation

Foreign (Non-Ohio) corporation incorporated under the laws of the state/ country of \_\_\_\_\_ and licensed to transact business in the state of Ohio.

Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of \_\_\_\_\_, and NOT licensed to transact business in the state of Ohio.

Domestic (Ohio) limited liability company

Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of \_\_\_\_\_, and registered to do business in the state of Ohio.

Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of \_\_\_\_\_, and NOT registered to do business in the state of Ohio.

Domestic (Ohio) limited partnership, registration number \_\_\_\_\_

RECEIVED

JUN 14 1996

BOB TAFT  
SECRETARY OF STATE

- Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of \_\_\_\_\_, and registered to do business in the state of Ohio, under registration number \_\_\_\_\_
- Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of \_\_\_\_\_, and NOT registered to do business in the state of Ohio.

**II. Merging Entities**

The name, type of entity, and state/country of incorporation or organization, respectively, of each entity, other than the survivor, which is a party to the merger are as follows: *(if an affiliate were to enter this form, please attach a separate sheet listing the merging entities Ohio registered or foreign qualified limited partnerships and include registration numbers)*

| Name                                    | State/ Country of Organization | Type of Entity            |
|---|--------------------------------|---------------------------|
| <u>Pratt &amp; Lambert United, Inc.</u> | <u>New York</u>                | <u>Corporation</u> 372159 |
| _____                                   | _____                          | _____                     |
| _____                                   | _____                          | _____                     |
| _____                                   | _____                          | _____                     |
| _____                                   | _____                          | _____                     |

**III. Merger Agreement on File**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

| Name                     | Address   |
|--------------------------|---|
| <u>Louis E. Stellato</u> | <u>101 Prospect Avenue, N.W.</u><br>(street and number)<br><u>Cleveland, Ohio 44115</u><br>(city, village or township) (state) (zip code) |

**IV. Effective Date of Merger**

This merger is to be effective:

On July 1, 1996 *(if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing; if no date is specified, the date of filing will be the effective date of the merger).*

V. Merger Authorized

The laws of the state or country under which each constituent entity exists, permits this merger.

This merger was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the state under which it is organized, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so

VI. Statutory Agent

The name and address of the surviving entity's statutory agent upon whom any process, notice or demand may be served is:

| Name  | Address |
|---|---------|
| <hr/> <small>COMPANY OR INDIVIDUAL</small> <hr/> <small>CITY, TOWNSHIP OR PARISH</small> <hr/> <small>STATE</small> |         |

*(This item MUST be completed if the surviving entity is a foreign entity which is not licensed, registered or otherwise authorized to conduct or transact business in the State of Ohio)*

Acceptance of Agent

The undersigned, named herein as the statutory agent for the above referenced surviving entity, hereby acknowledges and accepts the appointment of statutory agent for said entity.

\_\_\_\_\_  
Signature of Agent

*(The acceptance of agent must be completed by domestic surviving entities if through this merger the statutory agent for the surviving entity has changed, or the named agent differs in any way from the name reflected on the Secretary of State's records.)*

VII. Statement of Merger

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VIII. Amendments

The articles of incorporation, articles of organization or certificate of limited partnership (strike the inapplicable terms) of the surviving domestic entity herein, are amended as set forth in the attached "Exhibit A"

*(Please note that any amendments to articles of incorporation, articles of organization or to a certificate of limited partnership MUST be attached if the surviving entity is a DOMESTIC corporation, limited liability company, or limited partnership.)*

**IX. Qualification or Licensure of Foreign Surviving Entity**

A. The listed surviving foreign corporation, limited liability company, or limited partnership desires to transact business in Ohio as a foreign corporation, foreign limited liability company, or foreign limited partnership, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the State of Ohio. The name and complete address of the statutory agent is:

\_\_\_\_\_  
(name) (street and number)  
\_\_\_\_\_, Ohio \_\_\_\_\_  
(city, village or township) (zip code)

The subject surviving foreign corporation, limited liability company or limited partnership irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State if the agent cannot be found, if the corporation, limited liability company or limited partnership fails to designate another agent when required to do so, or if the corporation's, limited liability company's, or limited partnership's license or registration to do business in Ohio expires or is cancelled.

B. The qualifying entity also states as follows: (complete only if applicable)

**1. Foreign Qualifying Limited Liability Company**

(If the qualifying entity is a foreign limited liability company, the following information must be completed)

- a. The name of the limited liability company in its state of organization/registration is \_\_\_\_\_
- b. The name under which the limited liability company desires to transact business in Ohio is \_\_\_\_\_
- c. The limited liability company was organized or registered on \_\_\_\_\_ under the laws of the state/country of \_\_\_\_\_
- d. The address to which interested persons may direct request for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is: \_\_\_\_\_

2. **Foreign Qualifying Limited Partnership**  
(If the qualifying entity is a foreign limited partnership, the following information must be completed)

- a. The name of limited partnership is \_\_\_\_\_  
\_\_\_\_\_
- b. The limited partnership was formed on \_\_\_\_\_  
under the laws of the state/country of \_\_\_\_\_
- c. The address of the office of the limited partnership in its state/country of organization is \_\_\_\_\_  
\_\_\_\_\_

d. The limited partnership's principal office address is \_\_\_\_\_  
\_\_\_\_\_

e. The names and business or residence addresses of the GENERAL partners of the partnership are as follows:

| Name  | Address |
|-------|---------|
| _____ | _____   |
| _____ | _____   |
| _____ | _____   |

*(If insufficient space to cover this item, please attach a separate sheet listing the general partners and their respective addresses)*

f. The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained is:

\_\_\_\_\_  
\_\_\_\_\_

The limited partnership hereby certifies that it shall maintain said records until the registration of the limited partnership in Ohio is cancelled or withdrawn.

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below.

The Sherwin-Williams Company  
exact name of entity  
By: [Signature] / Louis E. Stellato  
Its: Vice President, General Counsel and Secretary  
Date: \_\_\_\_\_

Pratt & Lambert United, Inc.  
exact name of entity  
By: [Signature] / Louis E. Stellato  
Its: Vice President and Secretary  
Date: \_\_\_\_\_

The Sherwin-Williams Company  
exact name of entity  
By: [Signature] / James J. Scambellone  
Its: Assistant Secretary  
Date: \_\_\_\_\_

Pratt & Lambert United, Inc.  
exact name of entity  
By: [Signature] / James J. Scambellone  
Its: Assistant Secretary  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

(Please note that the chairman of the board, the president, vice president, secretary or an assistant secretary must sign on behalf of each constituent corporation, and at least one general partner must sign on behalf of each constituent limited partnership; if insufficient signs for registration, a certified check should be obtained containing such signatures.)





RECEIVED  
OCT 1 1997  
S-W ILEGAL

Received in the United States Patent and Trademark Office a REQUEST FOR RECORDATION OF ASSIGNMENT BY MERGER AND NAME CHANGE AND APPOINTMENT OF ATTORNEY OF RECORD in re Southern Coatings, Inc. to Pratt & Lambert United, Inc. to The Sherwin-Williams Company, docket no. 5035, on:

EX MAIL  
30116



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Southern Coatings, Inc. and )  
Pratt & Lambert United, Inc. )  
Conveying Parties, )  
and )  
The Sherwin-Williams Company )  
Receiving Party. )

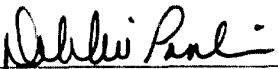
Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, VA 22202-3513

**CERTIFICATE OF MAILING**

"Express Mail" mailing label number EM481267395US  
Date of Deposit 10-2-97

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

Debbie Pankiw  
(Typed or printed name of person mailing paper or fee)

  
(Signature of person mailing paper or fee)

EM481267395US

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Southern Coatings, Inc. and )  
Pratt & Lambert United Inc. )  
Conveying Parties, )  
and )  
The Sherwin-Williams Company )  
Receiving Party. )

Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Box Assignment  
Arlington, VA 22202-3513

**LETTER**

Dear Sir:

The Sherwin-Williams Company acquired all of the stock of Pratt & Lambert United, Inc. in 1996. Pratt & Lambert United, Inc. was subsequently merged with and into The Sherwin-Williams Company on July 1, 1996. As such, it is necessary for The Sherwin-Williams Company to record an Assignment by Merger and Name Change of all of the trademarks previously held by Pratt & Lambert United, Inc. Therefore, enclosed herewith are the appropriate documents in order to complete this recordation.

Additionally, you will note that all of the trademarks which are a part of this recordation request show title and interest to be vested in Southern Coatings, Inc. Southern Coatings, Inc. was merged with and into Pratt & Lambert United Inc. on June 1, 1996; however, this assignment was not recorded at that time. Therefore, also enclosed herewith are the appropriate documents in order to complete the recordation of an Assignment by Merger and Name Change of trademarks from Southern Coatings, Inc. to Pratt & Lambert United, Inc.

In summary, enclosed are the following documents:

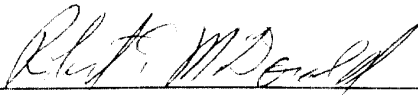
- 1. Recordation Form Cover Sheet identifying:
  - (a) the Conveying Party as Southern Coatings, Inc.;
  - (b) the Receiving Party as Pratt & Lambert United, Inc.; and
  - (c) 24 trademarks for a total fee of \$615.00.

2. Recordation Form Cover Sheet identifying:
  - (a) the Conveying Party as Pratt & Lambert United, Inc.;
  - (b) the Receiving Party as The Sherwin-Williams Company; and
  - (c) 24 trademarks for a total fee of \$615.00.
3. A Recordation of Assignment by Merger and Name Change and Appointment of Attorneys of Record explaining the history of both mergers and listing the 25 trademarks which are affected by these mergers.
4. A photocopy of the Certificate of Merger recorded at the New York Department of State setting forth the merger of Southern Coatings, Inc. with an into Pratt & Lambert United, Inc.
5. A photocopy of the Certificate of Merger recorded at the Ohio Department of State setting forth the merger of Pratt & Lambert United, Inc. with and into The Sherwin-Williams Company.

The Receiving Party respectfully requests that the Recordation of Assignment by Merger and Name Change from Southern Coatings, Inc. to Pratt & Lambert United, Inc. be completed in its entirety against all 25 trademarks before the Recordation of Assignment by Merger and Name Change from Pratt & Lambert United, Inc. to The Sherwin-Williams Company be completed.

Respectfully submitted,

THE SHERWIN-WILLIAMS COMPANY

By   
Robert E. McDonald  
Attorney for Receiving Party  
Reg. No. 29,193

September 30, 1997  
The Sherwin-Williams Company  
101 Prospect Avenue, NW  
1100 Midland Bldg. - Legal Dept.  
Cleveland, OH 44115-1075  
(216) 566-2432

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Southern Coatings, Inc. and )  
Pratt & Lambert United, Inc. )  
Conveying Parties, )  
and )  
The Sherwin-Williams Company )  
Receiving Party. )


Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, VA 22202-3513

**CERTIFICATE OF MAILING**

"Express Mail" mailing label number EM481104931US  
Date of Deposit June 17, 1998

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

Debbie Pankiw  
(Typed or printed name of person mailing paper or fee)

  
(Signature of person mailing paper or fee)

