



100860422

To the Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):



Appliances, Inc.

10-05-1998

U.S. Patent & TMO/TM Mail Rcpt Dt. #10

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

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

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

Name: Chemetron-Railway Products, Inc.

Internal Address:

Street Address: 111 East Wacker Drive

City: Chicago State: Illinois Zip: 60601

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State 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
- Merger
- Security Assignment
- Change of Name
- Other

Execution Date:

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

A. Trademark Application No.(s)

273,428

B. Trademark Registration No.(s)

857,791

Additional numbers attached? Yes No

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

Name: James E. Bradley

Internal Address: FELSMAN, BRADLEY, GUNTER & DILLON, LLP

201 Main Street, Suite 1600

Fort Worth, Texas 76102-3105

Street Address: FELSMAN, BRADLEY, GUNTER & DILLON, LLP

201 Main Street, Suite 1600

City: Fort Worth State: Texas ZIP: 76102-3105

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 1.21(h)).....\$ 40.00

- Enclosed
- Authorized to charge any additional fees due to deposit account

8. Deposit Account Number:

06-0580

(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.

Christa King

Name of Person Signing

Christa King
Signature

10-1-98
Date

Total number of pages including cover sheet, attachments, and documents: 5

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Assistant Commissioner for Trademarks
Box Assignments
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Arlington, Virginia 22202-3513

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1683JB-27879-0000099 273428
10-26-1998
06-0580

State of Delaware

Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF DELAWARE & FOREIGN CORPORATIONS OF "CHEMETRON RAILWAY PRODUCTS, INC." FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 1987, AT 4:25 O'CLOCK P.M.



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: # 4203187

DATE: 12/20/1993

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FILED *4:00 PM*

MAY 18 1987

Charles White
SECRETARY OF STATE

CERTIFICATE OF MERGER

OF

TRUE TEMPER RAILWAY APPLIANCES, INC.

INTO

CHEMETRON-RAILWAY PRODUCTS, INC.

Pursuant to Section 252(c)
of the General Corporation Law
of the State of Delaware

CHEMETRON-RAILWAY PRODUCTS, INC., a corporation formed under the laws of the State of Delaware, desiring to merge TRUE TEMPER RAILWAY APPLIANCES, INC. into itself pursuant to the provisions of Section 252 (c) of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

FIRST: That the names and states of incorporation of each constituent corporation are:

<u>Name</u>	<u>State of Incorporation</u>
True Temper Railway Products, Inc.	State of Ohio
Chemetron-Railway Products, Inc.	State of Delaware

SECOND: That an Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each constituent corporation in accordance with Section 252(c) of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is:

CHEMETRON-RAILWAY PRODUCTS, INC.

FOURTH: That the Certificate of Incorporation of CHEMETRON-RAILWAY PRODUCTS, INC., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That an executed copy of the Agreement of Merger is on file at the principal place of business of CHEMETRON-RAILWAY PRODUCTS, INC., located at 111 East Wacker Drive, Chicago, Illinois 60601. A copy of said Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.


SIXTH: The authorized capital stock of each foreign constituent corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Shares</u>	<u>Per Share</u>
TRUE TEMPER RAILWAY PRODUCTS, INC.	Common	750	no par value

SEVENTH: The effective time of this Certificate of Merger, and the time at which the merger herein agreed upon shall become effective, shall be upon the filing of this Certificate of Merger with the office of the Secretary of State of Delaware.

IN WITNESS WHEREOF, that the authorized officers of the Corporation have signed this Certificate of Merger this 18th day of May, 1987.

CHEMETRON-RAILWAY PRODUCTS, INC.

BY: 
Patrick J. Cunningham

ATTESTED:


Peter A. Likus, Secretary

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