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

<p>1. Name of conveying party(ies): <u>Rhino Industries, Inc.</u> 1-13-99</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 <u>Delaware</u> <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: <u>Titan Tool, Inc.</u> Internal Address: _____ Street Address: <u>107 Bauer Drive</u> City <u>Oakland</u> State <u>NJ</u> Zip: <u>07436</u></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: <u>Delaware</u> <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) & 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: <u>October 4, 1996</u></p>	

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

<p>A. Trademark Application No.(s):</p>	<p>B. Trademark Registration No.(s) <u>1,809,790</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>DICKSTEIN SHAPIRO MORIN & OSHINSKY LLP</u> Internal Address: <u>Atty. Dkt.: F8800.800</u> <u>Attn: William E. Powell, III</u> Street Address: <u>2101 L Street, N.W.</u> City <u>Washington</u> State: <u>D C</u> Zip: <u>20037-1526</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>04 1073</u></p>
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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.

William E. Powell, III W.E. Powell January 13, 1999
Name of Person Signing Signature Date

Reg. No. 39,803

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

10-25-96

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES "RHINO INDUSTRIES, INC.", A DELAWARE CORPORATION, "SPEEFLD MANUFACTURING CORPORATION", A TEXAS CORPORATION, WITH AND INTO "TITAN TOOL, INC." UNDER THE NAME OF "TITAN TOOL, 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 OCTOBER, A.D. 1996, AT 9 O'CLOCK A.M. A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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TRADEMARK
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CERTIFICATE OF MERGER
OF
RHINO INDUSTRIES, INC.,
AND
SPEEFLO MANUFACTURING CORPORATION
INTO
TITAN TOOL, INC.

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Titan Tool, Inc.	Delaware
Rhino Industries, Inc.	Delaware
Speeflo Manufacturing Corporation	Texas

SECOND: That an agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Titan Tool, Inc., a Delaware corporation.

FOURTH: The certificate of incorporation of Titan Tool, Inc., a Delaware corporation, shall be the certificate of incorporation of the surviving corporation.

FIFTH: That the executed agreement and plan of merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 107 Bauer Drive, Oakland, New Jersey 07436.

SIXTH: That a copy of the agreement and plan of merger will be furnished on request and without cost to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the agreement and plan of merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Speeflo Manufacturing Corporation	Common	1,000	\$.01

IN WITNESS WHEREOF, Titan Tool, Inc. has caused the Certificate to be

signed by its duly authorized officer this 4th day of October, 1996.

TITAN TOOL, INC.

By: *William A. Schmalz*
Name: *William A. Schmalz*
Title: *Asst. Secy.*