

REC'D
TR

8.10.99

08-20-1999

Docket No.:

5256

Tab settings



101122481

and original documents or copy thereof.

To the Honorable Commissioner of Patents at:

1. Name of conveying party(ies):

The Thompson Minwax Company
10 Mountainview Road
Upper Saddle River, NJ 07458

- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other

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

3. Nature of conveyance:

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

Execution Date: **March 31, 1997**

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

Name: **The Sherwin-Williams Company**

Internal Address:

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

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **Ohio**
- 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) & address(es) Yes N

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

A. Trademark Application No.(s)

B. Trademark I

0851278
0853026

08-10-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #64

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: 2

7. Total fee (37 CFR 3.41):.....\$ **\$65.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-2025

08/19/1999 DCDATES 00000158 192025 0851278

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 25.00 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

8/10/99

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and

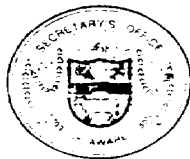


State of Delaware

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:

"THE THOMPSON MINWAX COMPANY", A DELAWARE CORPORATION,
 "THOMPSON MINWAX HOLDING CORP.", A DELAWARE CORPORATION,
 "THOMPSON MINWAX MANAGEMENT CORP.", A DELAWARE CORPORATION,
 WITH AND INTO "THE SHERWIN-WILLIAMS COMPANY" UNDER THE NAME OF "THE SHERWIN-WILLIAMS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF MARCH, A.D. 1997, AT 11:15 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2442254 8100M

971191321

AUTHENTICATION:

8506402

DATE:

06-11-97

CERTIFICATE OF MERGER
OF
THOMPSON MINWAX HOLDING CORP.
AND
THOMPSON MINWAX MANAGEMENT CORP.
AND
THE THOMPSON MINWAX COMPANY
INTO
THE SHERWIN-WILLIAMS COMPANY

The Sherwin-Williams Company ("Sherwin-Williams"), a corporation organized and existing under the laws of the State of Ohio, does hereby certify:

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

<u>Name</u>	<u>State of Incorporation</u>
Thompson Minwax Holding Corp.	Delaware
Thompson Minwax Management Corp.	Delaware
The Thompson Minwax Company	Delaware
The Sherwin-Williams Company	Ohio

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

THIRD: That the name of the surviving corporation of the merger is The Sherwin-Williams Company.

FOURTH: That the Amended Articles of Incorporation of Sherwin-Williams, an Ohio corporation, which will survive the merger, shall be the Amended Articles of Incorporation of the surviving corporation.

FIFTH: That the executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 101 Prospect Avenue, NW, Cleveland, Ohio 44115.

SIXTH: That a copy of the Plan and Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

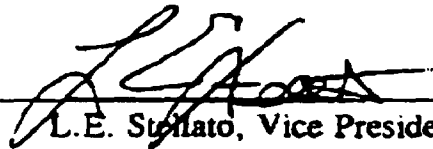
SEVENTH: That Sherwin-Williams, which shall survive the merger, may be served with process in the State of Delaware in any proceeding for enforcement of any obligation Sherwin-Williams arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is to The Sherwin-Williams Company, 101 Prospect Avenue, NW, Cleveland, Ohio, 44115 until Sherwin-Williams shall have hereafter designated in writing to said Secretary of State a different address for such purpose. Service of process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies said Secretary of State shall forthwith send by registered mail to Sherwin-Williams at the aforesaid address.

EIGHTH: That the Certificate of Merger shall be effective on March 31, 1997 at 11:59 p.m.

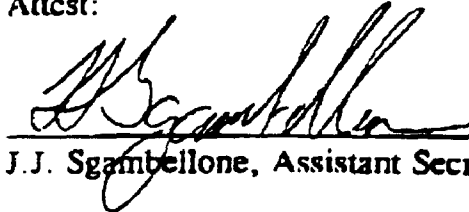
Dated: February 19, 1997

THE SHERWIN-WILLIAMS COMPANY

By:


L.E. Stofato, Vice President

Attest:


J.J. Sgambellone, Assistant Secretary