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FORM PTO-159a (Modified)  
(Rev. 8-93)  
OMB No. 0651-0011 (exp. 4/94)  
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SM05/REV03

RE

02-22-2000

Docket No.:

18614.157

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To the Honorable Commissioner of Patents

attached original documents or copy thereof.

1. Name of conveying party(ies):



01-21-2000

U.S. Patent & TMOrc/TM Mail Rcpt Dt. #40

- Individual(s) Association
- General Partnership  Limited Partnership
- Corporation-State North Carolina
- Other Southeastern Precision Products, Inc.

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

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

Name: Southeastern Metal Products, Inc.

Internal Address: \_\_\_\_\_

Street Address: 2715 Gray Fox Road

City: Monroe State: NC ZIP: 28110

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State North Carolina
- 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 Agreement  Change of Name
- Other Articles of Merger

Execution Date: December 27, 1999

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

A. Trademark Application No.(s)

75/683,327

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Francis M. Pinckney

Internal Address: KENNEDY COVINGTON LOBELL & HICKMAN

Bank of America Corporate Center, Suite 4200

Street Address: 100 North Tryon Street

City: Charlotte State: NC ZIP: 28202

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

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per 1/10/00

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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.

Francis M. Pinckney

Name of Person Signing

Signature

January 18, 2000

Date

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

6

TRADEMARK

REEL: 002024 FRAME: 0047

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

## ARTICLES OF MERGER

OF

**SOUTHEASTERN PRECISION PRODUCTS, INC.**

INTO

**SOUTHEASTERN METAL PRODUCTS, INC.**

the original of which was filed in this office on the 29<sup>th</sup> day of December, 1999.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 29<sup>th</sup> day of December, 1999.



*Elaine F. Marshall*

Secretary of State

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State of North Carolina  
Department of the Secretary of State

CORP ID # 0136506

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ARTICLES OF MERGER  
BUSINESS CORPORATION

Effective  
ELAINE F. MARSHALL  
SECRETARY OF STATE  
NORTH CAROLINA

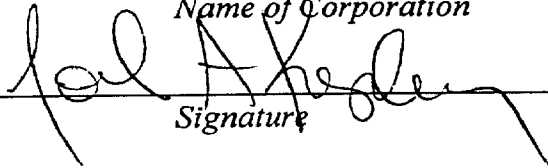
Pursuant to §55-11-05 of the General Statutes of North Carolina, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between two domestic business corporations.

1. The name of the surviving corporation is SOUTHEASTERN METAL PRODUCTS, INC., a corporation organized under the laws of North Carolina; the name of the merged corporation is SOUTHEASTERN PRECISION PRODUCTS, INC., a corporation organized under the laws of North Carolina.
2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
3. With respect to the surviving corporation (*check either a or b, as applicable*):
  - a.  Shareholder approval was not required for the merger.
  - b.  Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
4. With respect to the merged corporation (*check either a or b, as applicable*):
  - a.  Shareholder approval was not required for the merger.
  - b.  Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
5. These articles will be effective upon filing, unless a delayed date and/or time is specified: \_\_\_\_\_

This is the 27<sup>th</sup> day of December, 1999.

SOUTHEASTERN METAL PRODUCTS, INC.

*Name of Corporation*



*Signature*

Joel A. Kepley, Secretary

*Type or Print Name and Title*

NOTES: 1. Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.  
2. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1 (Revised May 1998) (Form B-04)

CORPORATIONS DIVISION

300N. SALISBURY STREET

RALEIGH, NC 27603-5909

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**PLAN OF MERGER  
OF  
SOUTHEASTERN PRECISION PRODUCTS, INC.  
WITH AND INTO  
SOUTHEASTERN METAL PRODUCTS, INC.**

The Plan of Merger of Southeastern Precision Products, Inc. with and into Southeastern Metal Products, Inc. shall be as follows:

1. **Constituent Corporations, Relationship, and Surviving Corporation.** The constituent corporations party to this Plan of Merger are SOUTHEASTERN METAL PRODUCTS, INC., a North Carolina corporation ("Parent"), and SOUTHEASTERN PRECISION PRODUCTS, INC., a North Carolina corporation ("Subsidiary"). Parent owns 100% of the outstanding capital stock of Subsidiary. Pursuant to Section 55-11-04 of the North Carolina Business Corporation Act, Subsidiary shall be merged with and into Parent as provided herein (the "Merger"), and Parent shall be the surviving corporation (the "Surviving Corporation") in the Merger with the corporate name "Southeastern Metal Products, Inc."
2. **Effective Time.** The Merger shall become effective at the time appropriate Articles of Merger to effect the Merger, including this Plan of Merger, are filed with the North Carolina Secretary of State (the "Effective Time").
3. **Effect of Merger.** At the Effective Time, Subsidiary will be merged with and into Parent, with the effect set forth in Section 55-11-06 of the North Carolina Business Corporation Act, and the separate corporate existence of Subsidiary shall cease and the corporate existence of Parent shall continue as the Surviving Corporation. The articles of incorporation and the bylaws of Parent as in effect immediately prior to the Effective Time shall continue to be the articles of incorporation and bylaws of the Surviving Corporation after the Effective Time until they may thereafter be duly amended in accordance with applicable law. The directors and officers of Parent immediately prior to the Effective Time shall continue to be the directors and officers of the Surviving Corporation until their respective successors are duly elected and qualified, or until their earlier resignation or removal, in accordance with the Bylaws of Parent and applicable law.
4. **Manner and Basis of Conversion of Shares.** At the Effective Time, by virtue of the Merger:
  - (a) Each of the shares of the Common Stock, \$1.00 par value, of Subsidiary issued and outstanding immediately prior to the Effective Time shall be automatically cancelled, and no shares, obligations, or other securities of the Surviving Corporation or any other corporation, and no cash or other property, shall be issued in exchange therefor or upon conversion thereof; and

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(b) Each of the shares of the capital stock of each class of Parent issued and outstanding immediately prior to the Effective Time shall be unaffected by the Merger and shall, after the Effective Time, continue to be issued and outstanding as shares of the capital stock of such class of the Surviving Corporation, and no additional shares, obligations, or other securities of the Surviving Corporation or any other corporation, and no cash or other property, shall be issued in exchange therefor or upon conversion thereof.

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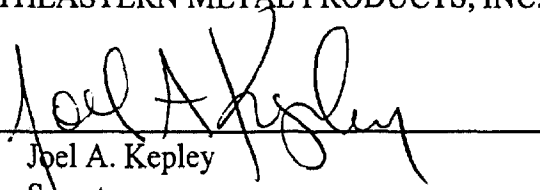
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# WAIVER OF MAILING REQUIREMENT

undersigned, being the sole shareholder of Southeastern Precision Products, Inc.,  
waive the requirement of Section 55-11-04 of the North Carolina Business  
Act that a copy or summary of the Plan of Merger of Southeastern Precision  
with and into Southeastern Metal Products, Inc. be mailed to the undersigned.

SOUTHEASTERN METAL PRODUCTS, INC.

By

A handwritten signature in black ink, appearing to read "Joel A. Kepley", is written over a horizontal line. The signature is cursive and somewhat stylized.

Joel A. Kepley  
Secretary

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