

07-26-2000

HEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



101414259

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
WAYNE DOOR CO.

6/30/00

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

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

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

Name: WAYNE-DALTON CORP.

Internal Address:

30

Street Address: One Door Drive

City: Mt. Hope State: OH ZIP: 44660

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

Execution Date: April 6, 1982

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,294,275

Additional numbers attached?  Yes  No

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

Name: Phillip L. Kenner, Esq.  
Renner, Kenner, Greive, Bobak, Taylor & Weber

Internal Address:

Street Address: 1610 First National Tower

City: Akron State: Ohio ZIP: 44308-1456

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 (Any Deficiencies Only)

8. Deposit Account Number:

18-0987

(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.

Phillip L. Kenner

Name of Person Signing

Signature

6/27/2000

Date

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

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APPROVED  
[illegible]


CERTIFICATE AS TO MANNER OF ADOPTION

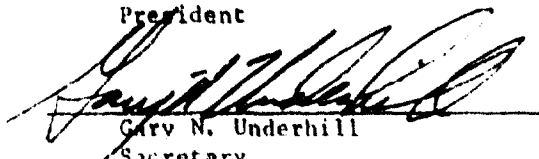
Willis Mullet, President, and Gary N. Underhill, Secretary, of WAYNE DOOR CO., an Ohio corporation with its principal office located at Mt. Rope, Holmes County, Ohio, do hereby certify that the shareholders of WAYNE DOOR CO. by unanimous written consent in lieu of a meeting entered into under the provisions of Section 1701.54 of the Ohio Revised Code on April 7, 1982, a copy of which consent is filed among the proceedings of the shareholders of this corporation, adopted Amended Articles of Incorporation and authorized the filing thereof in the office of the Secretary of State of Ohio by the adoption of the following resolutions:

RESOLVED, that Amended Articles of Incorporation as presented to this meeting be and the same are hereby adopted to supersede the Articles presently in effect; and

BE IT FURTHER RESOLVED, that the officers of this corporation are authorized and directed to file the Amended Articles of Incorporation of WAYNE DOOR CO., in the offices of the Secretary of State of Ohio.

IN WITNESS WHEREOF, the said Willis Mullet, President, and Gary N. Underhill, Secretary, of WAYNE DOOR CO., acting for and on behalf of said corporation have hereunto subscribed their names this 6<sup>th</sup> day of April, 1982.

  
\_\_\_\_\_  
Willis Mullet  
President

  
\_\_\_\_\_  
Gary N. Underhill  
Secretary

Amended Articles of Incorporation of

WAYNE-DALTON CORP.  
Formerly Wayne Door Co.

FIRST: The name of the corporation shall be WAYNE-DALTON CORP.

SECOND: The principal office of the corporation shall be located at Mt. Hope, Holmes County, Ohio.

THIRD: The corporation may engage in any lawful act or acts for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.

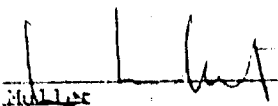
FOURTH: The maximum number of shares which the corporation shall be authorized to have outstanding is 350,000 Class A common shares with no par value and 250,000 Class B common shares with no par value. The rights of the Class B shares shall be the same as the Class A shares except that the Class B shares shall not have pre-emptive rights and shall not be entitled to notice of shareholders' meetings, nor to vote at any such meeting, unless such meetings are called to consider and act upon subjects or questions with respect to which the right to notice or voting rights are required by Ohio Law.

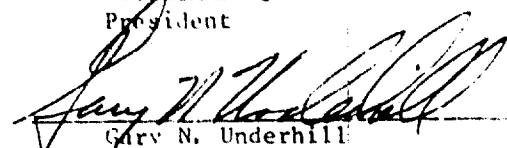
FIFTH: The corporation may from time to time, pursuant to authorization of its board of directors and without action of the shareholders, purchase or otherwise acquire shares of Wayne-Dalton Corp. of any class or classes in such manner, upon such terms, and in such amounts as the board of directors shall determine and shall have the right to hold, retire or reissue said shares from time to time as the board of directors shall determine.

SIXTH. A director or officer of the corporation shall not be disqualified from dealing or contracting with Wayne Dalton Corp. as vendor, purchaser, employee, agent or otherwise; nor shall any transaction, contract, or other act of the corporation be void or voidable, or in any way affected or invalidated by the fact that any director or officer, or any firm in which such director or officer is a member; or any corporation of which such director or officer is a shareholder, director, or officer is in any way interested in such transaction, contract, or other act, provided the fact that such director, officer, firm, or corporation if so interested shall be disclosed or shall be known to the board of directors prior to any meeting or other event at which action upon any such transaction, contract, or other act shall be taken; nor shall any such director or officer be accountable or responsible to the corporation for or in respect of any such transaction, contract, or other act of the corporation, or for any gain or profits realized by him by reason of the fact that he or any firm of which he is a member or any corporation of which he is a shareholder, director or officer is interested in such transaction, contract or other act; and any such director may be counted in determining the existence of a quorum at any meeting of the board of directors of the corporation which shall authorize or take action in respect of any transaction, contract, or other act, and may vote thereat to authorize, ratify, or approve any such transaction, contract, or other act, with like force and effect as if he or any firm of which he is a

... of the corporation, and the  
... of the corporation.

... of the corporation, have hereunto subscribed their names this 6<sup>th</sup> day of  
April, 1987.

  
\_\_\_\_\_  
Willis H. Miller  
President

  
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Gary N. Underhill  
Secretary