

02-05-2001



Docket No.:

SQU-TA

Tab settings

To the Honorable Commissioner of Patents 101606291

attached original documents or copy thereof.

1. Name of conveying party(ies):

SQUIRE-COGSWELL COMPANY
AEROS INSTRUMENTS, INC.

1-30-01

- Individual(s)
- General Partnership
- Corporation-State ILLINOIS
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: August 17, 2000 (FILED 9/18/00)

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

Name: SQUIRE-COGSWELL/AEROS
INSTRUMENTS, INC.

Street Address: 1111 LAKESIDE DRIVE

City: GURNEE State: IL ZIP: 60031

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State ILLINOIS
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,161,635; 1,933,814;
1,881,348; 1,794,835;
1,879,109; 1,863,115;

Additional numbers attached? Yes No

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

Name: JAMES W. POTTHAST

Internal Address:

Street Address: 2712 N. ASHLAND AVENUE

City: CHICAGO

State: IL ZIP: 60614

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

14

7. Total fee (37 CFR 3.41):.....\$ 365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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.

JAMES W. POTTHAST, ATTY.
Name of Person Signing

James W. Potthast
Signature

Aug 25, 2001
Date

ATTACHMENT TO RECORDATION COVER SHEET FOR TRADEMARKS

ADDITIONAL REGISTRATION NUMBERS

1,752,369;

1,746,368;

1,723,538;

1,493,005;

1,498,505;

1,520,716;

1,255,976;

1,138,392

State of Illinois
Office of
The Secretary of State

Whereas,

**ARTICLES OF MERGER OF
SQUIRE COGSWELL/AEROS INSTRUMENTS INC.
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.**

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 18TH day of SEPTEMBER A.D. 2000 and of the Independence of the United States the two hundred and 25TH



Jesse White

Secretary of State

Form **BCA-11.25**

(Rev. Jan. 1999)

**ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE**

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
http://www.sos.state.il.us

DO NOT SEND CASH!
Remit payment in check or money order, payable to "Secretary of State."
Filing Fee is \$100, but if merger or consolidation involves more than 2 corporations, \$50 for each additional corporation.

FILED

SEP 18 2000

JESSE WHITE
SECRETARY OF STATE

PAID

SEP 21 2000

File #

3318-233-3

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date

9/18/00

Filing Fee \$

10000

Approved:

5X

1. Names of the corporations proposing to ^{merge}~~consolidate~~ _{exchange shares}, and the state or country of their incorporation:

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>SQUIRE-COGSWELL Co.</u>	<u>IL.</u>	<u>D 3318-233-3</u>
<u>AEROS INSTRUMENTS INC.</u>	<u>IL.</u>	<u>D 4212-552-1</u>

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the ^{surviving}~~new~~ _{acquiring} corporation: SQUIRE COGSWELL/AEROS INSTRUMENTS, Inc

(b) it shall be governed by the laws of: IL.

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of ^{merger}~~consolidation~~ _{exchange} is as follows:

(SEE ATTACHED)

5. ^{merger} Plan of consolidation was approved, as to each corporation not organized in Illinois, in compliance with the laws of the exchange state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under § 11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

Squire Cooswell Co.

Aeros Instruments Inc

6. *(Not applicable if surviving, new or acquiring corporation is an Illinois corporation)*

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries)

The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____ (Month & Day), _____ (Year)

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated August 17, 2000
(Month & Day) (Year)

SQUIRE-COOBWEAL CO.
(Exact Name of Corporation)

attested by John C. Castanes
(Signature of Secretary or Assistant Secretary)

by Carol D. Lewis
(Signature of President or Vice President)

JOHN C. CASTANES, SECRETARY
(Type or Print Name and Title)

CAROL D. LEWIS, PRESIDENT
(Type or Print Name and Title)

Dated August 17, 2000
(Month & Day) (Year)

AEROS INSTRUMENTS, INC.
(Exact Name of Corporation)

attested by John C. Castanes
(Signature of Secretary or Assistant Secretary)

by Carol D. Lewis
(Signature of President or Vice President)

JOHN C. CASTANES, SECRETARY
(Type or Print Name and Title)

CAROL D. LEWIS, PRESIDENT
(Type or Print Name and Title)

Dated _____ (Month & Day), _____ (Year)

(Exact Name of Corporation)

attested by _____
(Signature of Secretary or Assistant Secretary)

by Carol D. Lewis
(Signature of President or Vice President)

(Type or Print Name and Title)

(Type or Print Name and Title)

4. PLAN OF MERGER IS AS FOLLOWS:

Aeros Instruments Inc., an Illinois Corporation is a subsidiary of Squire-Cogswell Co. an Illinois Corporation. Both corporations occupy the same premises, use the same facilities, employ many employees in common and serve many of the same end users of common products. It will simplify, facilitate and work to the economic benefit of both companies to merge Aeros Instruments Inc. into Squire - Cogswell Co.

Squire -Cogswell Co. prior to the merger had issued 2967 shares of no par value common stock with a reported capitalization of \$37,000.00 while Aeros Instruments Inc had issued 450 shares of no par value common stock with a reported capitalization of \$287,107.00.

The Articles of Incorporation of Squire-Cogswell Co. will be amended to increase the number of share that the corporation may issue to 15,000 no par value common stock. Shareholders of Aeros Instruments Inc. will receive 14 shares of Squire- Cogswell Co. stock in exchange for each share of Aeros Instrumnets stock owned.

The name of the surviving corporation is hereby amended to
Squire-Cogswell/Aeros Instruments Inc. *lv*