

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year

- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Alflex Corporation

03311995

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name CasTech Aluminum Group Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 500 West Jefferson Street

Address (line 2) Suite 1900

Address (line 3) Louisville

City

KY

State/Country

40202

Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="956834"/>	<input type="text" value="1319012"/>	<input type="text" value="1519628"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1448312"/>	<input type="text" value="1761988"/>	<input type="text" value="1116338"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2070257"/>	<input type="text" value="1268964"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Amy B. Berge

Name of Person Signing

Amy B. Berge

Signature

4/30/01

Date Signed

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 08:45 AM 03/31/1995
.950071907 - 2037117

CERTIFICATE AND AGREEMENT OF MERGER

THIS CERTIFICATE AND AGREEMENT OF MERGER (the "Agreement") is made as of this 31st day of March, 1995, by and between **CASTECH ALUMINUM GROUP INC.**, a Delaware corporation (the "Surviving Corporation"), and **ALFLEX CORPORATION**, a California corporation (the "Disappearing Corporation"). The Surviving Corporation and the Disappearing Corporation shall be collectively referred to in this Agreement as the "Constituent Corporations."

RECITALS:

- A. The Surviving Corporation owns all of the issued and outstanding shares of all classes of stock of the Disappearing Corporation.
- B. The Disappearing Corporation wishes to be merged into the Surviving Corporation pursuant to Section 252 of the General Corporation Law of the State of Delaware ("Delaware Corporation Law") and Section 332 of the Internal Revenue Code of 1986, as amended.
- C. The Board of Directors of the Surviving Corporation have deemed it advisable that the Disappearing Corporation be merged into the Surviving Corporation pursuant to the terms and conditions hereinafter set forth, and such directors have approved such merger by unanimous vote at a special meeting of such Board on March 24, 1995.
- D. Pursuant to Section 252(e) of the Delaware Corporation Law, approval of this merger need not be submitted for approval to the shareholders of the Surviving Corporation.
- E. The Board of Directors of the Disappearing Corporation have deemed it advisable that the Disappearing Corporation be merged into the Surviving Corporation pursuant to the terms and conditions hereinafter set forth, and such directors have approved such merger in a unanimous written consent of such Board, dated March 24, 1995.

Document No.: 37753_1.WP3
Client No.: 13442-003
Date: March 27, 1995

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F. The Board of Directors of the Disappearing Corporation has submitted this Agreement to the sole shareholder of the Disappearing Corporation for approval, and such shareholder has approved such merger in a unanimous written consent, dated March 24, 1995.

NOW, THEREFORE, in consideration of the mutual agreements of the parties hereto contained herein, the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions below stated:

ARTICLE I

AGREEMENT TO MERGE

1.1 The Surviving Corporation is a corporation organized and existing pursuant to the laws of the State of Delaware.

1.2 The Disappearing Corporation is a corporation organized and existing pursuant to the laws of the State of California.

1.3 The sole class of shares authorized by the Certificate of Incorporation of the Disappearing Corporation consist of Seven Hundred Fifty (750) shares of \$100.00 par value common stock, and all issued and outstanding shares are held by the Surviving Corporation, the sole shareholder of the Disappearing Corporation.

1.4 The Constituent Corporations hereby agree that the Disappearing Corporation shall be merged into the Surviving Corporation, and that as of the Effective Time (as defined below), the separate corporate existence of the Disappearing Corporation shall cease, and the Surviving Corporation shall succeed the Disappearing Corporation in the manner set forth in Section 1107 of the Corporation's Code of the State of California and Section 259 of the Delaware Corporation Law.

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ARTICLE II**MODE OF EFFECTING MERGER**

2.1. The mode of carrying said merger into effect shall be as follows:

As of the Effective Time (defined in Section 3.2 herein), all issued and outstanding common shares of the Disappearing Corporation, such shares being owned in their entirety by the Surviving Corporation, and all rights in respect thereof, shall be canceled forthwith, and the certificates representing such shares shall be surrendered and canceled. There shall be no changes in the shares of stock of the Surviving Corporation.

ARTICLE III**APPROVALS, EFFECTIVE TIME AND FILING**

3.1 This Agreement has been adopted by the directors of the Surviving Corporation at a special meeting of such Board on March 24, 1995. Pursuant to Section 252(c) of Delaware Corporation Law, approval of the Surviving Corporation's shareholders was not necessary.

3.2 This Agreement has been adopted by the directors and the sole shareholder of the Disappearing Corporation by unanimous written consent of such directors and sole shareholder, dated March 24, 1995.

3.3 The effective time of the merger contemplated by this Agreement shall be four o'clock (4:00) p.m., E.S.T. on March 31, 1995 (the "Effective Time").

3.4 An appropriate Certificate of Merger shall be duly executed and filed on behalf of the Constituent Corporations with the Secretary of State of the State of Delaware, and the Secretary of State of the State of California.

ARTICLE IV**STATUTORY REQUIREMENTS**

4.1 The name of the Surviving Corporation shall remain "CasTech Aluminum Group Inc."

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4.2 The purpose of the Surviving Corporation shall continue to be as set forth in the Certificate of Incorporation of the Surviving Corporation.

4.3 The Certificate of Incorporation of the Surviving Corporation existing as of the Effective Time shall continue in full force as the Certificate of Incorporation of the Surviving Corporation and is not amended by virtue of the merger provided for in this Agreement.

4.4 The directors of the Surviving Corporation existing as of the Effective Time shall constitute the directors of the Surviving Corporation, until the expiration of their terms or until their death, resignation or removal as provided in the By-Laws of the Surviving Corporation.

4.5 The By-Laws of the Surviving Corporation existing as of the Effective Time shall continue in full force as the By-Laws of the Surviving Corporation and are not amended by virtue of the merger provided for in this Agreement.

ARTICLE V

MISCELLANEOUS PROVISIONS

5.1 This Agreement contains the entire agreement between the parties hereto with regard to the contemplated transaction. This Agreement may be executed in any number of counterparts, all of which taken together shall be deemed one original.

5.2 This Agreement may not be amended or modified except in a writing executed by the parties hereto.

5.3 This Agreement shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

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IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective officers, thereunto duly authorized by their respective boards of directors, as of the date and year first written above.

SURVIVING CORPORATION:

CASTECH ALUMINUM GROUP INC.

By: 
Norman E. Wells, Jr.
Chief Executive Officer & President

And: 
Terry D. Smith
Chief Financial Officer & Secretary

DISAPPEARING CORPORATION:

ALFLEX CORPORATION

By: _____
Robert Lloyd
President & Chief Executive Officer

And: 
Terry D. Smith
Vice President

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IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective officers, thereunto duly authorized by their respective boards of directors, as of the date and year first written above.

SURVIVING CORPORATION:

CASTECH ALUMINUM GROUP INC.

By: _____
Norman B. Wells, Jr.
Chief Executive Officer & President

And: _____
Terry D. Smith
Chief Financial Officer & Secretary

DISAPPEARING CORPORATION:

ALFLEX CORPORATION

By: _____
Robert Lloyd
President & Chief Executive Officer

And: _____
Terry D. Smith
Vice President

GREENEBAUM DOLL & McDONALD PLLC

3300 NATIONAL CITY TOWER
101 SOUTH FIFTH STREET
LOUISVILLE, KY 40202-3197
502/589-4200
FAX 502/587-3695

To	PHONE NUMBER	FAX NUMBER
Assignment Division Patent and Trademark Office Washington, D.C.	703/308-9723	703/306-5995

FROM: Matthew G. Owen (502) 588-4036 (502) 540-2136

DATE: May 1, 2001

SUBJECT:

PAGES: 9 page(s), including cover page.

REPORT TRANSMISSION PROBLEMS TO: Melinda Simmons (502) 587-3738

MESSAGE:

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