

01-15-2002

11/01/01



101947210

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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  Change of Name
  - Other
- Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  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

01/15/2002 LUELLER 00000020 0388270

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 325.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**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)

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

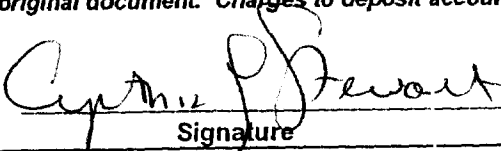
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

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.

Cynthia L. Stewart  
Name of Person Signing

  
Signature

11/1/01  
Date Signed

RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY

**Conveying Party**

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

**Receiving Party**

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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

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

Mark if additional numbers attached

Trademark Application Number(s)

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<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

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1194578	<input type="text"/>	<input type="text"/>
1242481	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
0939487	<input type="text"/>	<input type="text"/>
0503770	<input type="text"/>	<input type="text"/>
0101522	<input type="text"/>	<input type="text"/>

ARTICLES OF MERGER  
OF  
KCI COATINGS ACQUISITION CORPORATION  
INTO  
PROGRESS PAINT MFG. CO.

RECEIVED & FILED  
A 5000  
Nov 26 11 03 AM '97  
*Sandra Perry*

Pursuant to the provisions of KRS § 271B.11-010, KRS § 271B.11-040 and KRS § 271B.11-050, KCI COATINGS ACQUISITION CORPORATION, a Kentucky corporation ("Subsidiary"), and PROGRESS PAINT MFG. CO., a Kentucky corporation owning all of the outstanding shares of each class of Subsidiary's stock ("Parent") do hereby adopt the following Articles of Merger:

ARTICLE I

The Plan of Merger whereby Subsidiary will be merged with and into Parent (the "Plan") is attached hereto as Annex A and is incorporated herein by reference to the extent not inconsistent herewith.

Parent shall be the "acquiring corporation" and "surviving corporation" and Subsidiary shall be the "distributor or transferor corporation" for federal, state and local tax purposes.

Pursuant to KRS § 271B.1-230, the merger of Subsidiary into the Acquisition Corp. pursuant to the Plan shall be effective as of 11:58 p.m. on November 30, 1997.

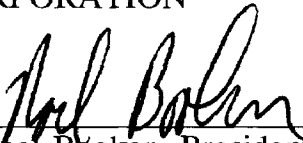
ARTICLE II

The Plan of Merger was duly adopted by a resolution adopted by a unanimous written consent in lieu of a special meeting of the Board of Directors of Parent and Subsidiary on November 24, 1997. Pursuant to KRS § 271B.11-040, the approval of the shareholders of Parent and Subsidiary was not required.


WITNESS the signatures of Subsidiary and Parent, by their respective officers, on

November 24, 1997.

KCI COATINGS ACQUISITION  
CORPORATION

By   
\_\_\_\_\_  
Noel Booker, President

PROGRESS PAINT MFG. CO.

By   
\_\_\_\_\_  
Noel Booker, President

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AB1.105352

ANNEX A

PLAN OF MERGER

This is a plan of merger (the "Plan") of KCI Coatings Acquisition Corporation ("Subsidiary"), a Kentucky corporation, and Progress Paint Mfg. Co. ("Parent"), a Kentucky corporation owning all of the outstanding shares of each class of Subsidiary's stock.

RECITALS:

A. The authorized capital stock of Subsidiary consists of 1,000 shares of common stock ("Subsidiary Common Stock"), of which 100 shares are issued, outstanding, fully paid and nonassessable.

B. The authorized capital stock of Parent consists of 1,000,000 shares of common stock ("Parent Common Stock"), of which 924,000 shares are issued, outstanding, fully paid and nonassessable.

PLAN

1. Names and Surviving Corporation. The names of the Kentucky corporations proposing to merge are KCI Coatings Acquisition Corporation and Progress Paint Mfg. Co. Subsidiary proposes to merge into Parent, which shall be the "Surviving Corporation."

2. Terms and Conditions.

(a) Effective Time. Pursuant to KRS § 271B.1-230, the merger of Subsidiary into Parent shall be effective as of 11:58 p.m. on November 30, 1997 (the "Effective Time").

(b) Name. The Surviving Corporation's name shall be Progress Paint Mfg. Co.

(c) Bylaws. The Bylaws of Parent at the Effective Time shall be the Bylaws of the Surviving Corporation from and after the Effective Time.

(d) Directors and Officers. The persons serving on the Board of Directors of Parent at the Effective Time shall be the members of the Board of Directors of the Surviving Corporation from and after the Effective Time. The persons serving as officers of the Parent at the Effective Time shall be the officers of the Surviving Corporation from and after the Effective Time. The directors and officers of the Surviving Corporation shall serve as directors and officers subject to the provisions of the laws of Kentucky and of the Articles of Incorporation and Bylaws of the Surviving Corporation.

(e) Stock. At the Effective Time:

(i) No cash shall be allocated to the shareholders of Subsidiary. The issued and outstanding shares of Subsidiary Common Stock, without any action on the part of the holders thereof, shall be canceled.

(ii) The 924,000 shares of Acquisition Corp. shall, without any action on the part of the holder thereof, become and be converted into an equal number of shares of Surviving Corporation's common stock, and all outstanding certificates representing these shares shall represent, instead of shares of Acquisition Corp. Common Stock, the right to receive shares of the Surviving Corporation's common stock at the rate of one share of the Surviving Corporation's common stock per share of Acquisition Corp. Common Stock.

(f) Changes in Articles of Incorporation. The Articles of Incorporation of Acquisition Corp. at the Effective Time shall be the Articles of Incorporation of the Surviving Corporation from and after the Effective Time.

Document No: 1997166027  
 Lodged By: BROWN TODD & HEYBURN  
 Recorded On: Dec 01, 1997 02:47:51 P.M.  
 Total Fees: \$11.00  
 County Clerk: Rebecca Jackson  
 Deputy Clerk: DONREI

END OF DOCUMENT

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