

03-13-2002



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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 # _____

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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Effective Date
Month Day Year
05 30 01

Change of Name

Other _____

Conveying Party Mark if additional names of conveying parties attached.

Name Wilton Corporation Execution Date
Month Day Year
05 22 01

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Colorado

Receiving Party Mark if additional names of receiving parties attached.

Name JET Equipment & Tools, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2415 West Valley Highway North

Address (line 2) _____

Address (line 3) Auburn Washington 98001

City State Zip Code

Individual General Partnership Limited Partnership Association

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Washington

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 on a separate document from assignment.)

03/12/2002 DBYRNE 00000247 061135 2049275
01 FC:481 40.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002459 FRAME: 0278

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number 312-577-7000

Name Edward E. Clair

Address (line 1) Fitch, Even, Tabin & Flannery

Address (line 2) 120 South LaSalle Street, Suite 1600

Address (line 4) Chicago, Illinois 60603

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 12

Trademark Application Number(s) or Registration Number(s) [X] 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)

			2049275		

Number of Properties

Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 40

Method of Payment: Enclosed [] Deposit Account [X]
(Enter for payment by deposit account or if additional fees can be charged to the account.)

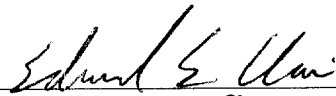
Deposit Account Number: # 06-1135

Authorization to charge additional fees: Yes [X] 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.

Edward E. Clair
Name of Person Signing


Signature

02/11/02
Date Signed

ARTICLES OF LIQUIDATION AND MERGER
OF
WILTON CORPORATION
and
JET EQUIPMENT & TOOLS, INC.

(Pursuant to the Colorado Business Corporation Act)

Filed by: William Bernstein
Attorney-at-Law
85 East End Avenue
New York, New York 10028
(212) 628-4200

FILED
SECRETARY OF STATE
MAY 22 2001
STATE OF WASHINGTON

ARTICLES OF LIQUIDATION AND MERGER
OF
WILTON CORPORATION
INTO
JET EQUIPMENT & TOOLS, INC.

To the Secretary of State
State of Washington

Pursuant to the provisions of the Washington Business Corporation Act governing the liquidation and merger of a foreign wholly-owned subsidiary business corporation into its domestic parent business corporation, the domestic parent business corporation hereinafter named does hereby adopt the following articles of liquidation and merger:

FIRST: The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Colorado, is Wilton Corporation.

SECOND: The name of the parent corporation, which is a business corporation organized under the laws of the State of Washington, is Jet Equipment & Tools, Inc.

THIRD: The number of outstanding shares of Wilton Corporation is 241,015, all of which are of one class, namely, common shares, par value \$1.00 each, and all of which are owned by Jet Equipment & Tools, Inc.

FOURTH: The following is the Plan of Liquidation and Merger for liquidating and merging Wilton Corporation into Jet Equipment & Tools, Inc., as approved by resolutions of the Board of Directors of Jet Equipment & Tools, Inc. and by resolutions of the Board of Directors of Wilton Corporation. Shareholder approval of the liquidation and merger was not required.

1. Jet Equipment & Tools, Inc., which is a business corporation of the State of Washington and is the owner of all of the outstanding shares of Wilton Corporation, which is a business corporation of the State of Colorado, hereby liquidates and merges Wilton Corporation into Jet Equipment & Tools, Inc. pursuant to the provisions of the laws of the State of Colorado and pursuant to the provisions of the Washington Business Corporation Act.

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2. The separate existence of Wilton Corporation shall cease upon the effective date of the liquidation and merger pursuant to the provisions of the laws of the State of Colorado, the jurisdiction of its organization, and Jet Equipment & Tools, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Washington Business Corporation Act.
3. All of the assets and properties (real, personal, mixed, and tangible and intangible, of every kind, nature and description, without limitation) and all of the liabilities and debts (actual, contingent, and otherwise, of every kind, nature and description, without limitation), of Wilton Corporation shall, upon the effective date of the liquidation and merger, be the assets, properties, liabilities and debts of Jet Equipment & Tools, Inc.
4. The Articles of Incorporation of the surviving corporation upon the effective date of the liquidation and merger shall be the Articles of Incorporation of said surviving corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Washington Business Corporation Act.
5. The present Bylaws of the surviving corporation will be the Bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Washington Business Corporation Act.
6. The directors and officers in office of the surviving corporation upon the effective date of the liquidation and merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Bylaws of the surviving corporation.
7. Each outstanding share of Wilton Corporation shall, upon the effective date of the liquidation and merger, be cancelled and not converted or exchanged in any manner. The outstanding shares of Jet Equipment & Tools, Inc. shall not be converted or exchanged in any manner, but each said share which is issued and outstanding as of the effective date of the liquidation and merger shall continue to represent one issued and outstanding share of the surviving corporation.
8. Any one of the officers of Jet Equipment & Tools, Inc. and Wilton Corporation is hereby authorized, empowered and directed to do

any and all suits and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which may be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Liquidation and Merger or of the liquidation and merger herein provided for.

FIFTH: The mailing of a copy of the aforesaid Plan of Liquidation and Merger is hereby waived by Jet Equipment & Tools, Inc. in its capacity as the holder of all of the outstanding shares of Wilton Corporation.

SIXTH: The laws of the State of Colorado, the jurisdiction of organization of Wilton Corporation, permit the merger of a wholly-owned subsidiary business corporation of that jurisdiction into a parent business corporation of another jurisdiction. The liquidation and merger of Wilton Corporation into Jet Equipment & Tools, Inc. is in compliance with the laws of the State of Colorado, the jurisdiction, of organization of Wilton Corporation.

SEVENTH: The effective date of the liquidation and merger set forth herein shall be May 30, 2001.

I certify on this 22 day of May, 2001, under penalties of perjury, that the information provided above is true and correct to the best of my knowledge or belief. I further certify that I am authorized to execute this document on behalf of Jet Equipment & Tools, Inc. and on behalf of Wilton Corporation.

JET EQUIPMENT & TOOLS, INC.

By: 

Ruedi Tempert
Treasurer and Chief Financial Officer

WILTON CORPORATION

By: 

Ruedi Tempert
Treasurer and Chief Financial Officer

ARTICLES OF LIQUIDATION AND MERGER
OF
WILTON CORPORATION
and
JET EQUIPMENT & TOOLS, INC.

(Pursuant to the Washington Business Corporation Act)

Filed by: William Bernstein
Attorney-at-Law
85 East End Avenue
New York, New York 10028
(212) 628-4200

ARTICLES OF LIQUIDATION AND MERGER

OF

WILTON CORPORATION

FILED - CUSTOMER COPY
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

AND

JET EQUIPMENT & TOOLS, INC.

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\$ 110.00
SECRETARY OF STATE
05-24-2001 10:34:11

DELAYED EFFECTIVE DATE
5-30-2001

To the Secretary of State
State of Colorado

Pursuant to the provisions of the Colorado Business Corporation Act governing the merger of Wilton Corporation, a domestic business corporation into a foreign business corporation, Jet Equipment & Tools, Inc., the said domestic corporation and the said foreign corporation hereinafter named do hereby submit the following Articles of Liquidation and Merger.

FIRST: The name of the domestic corporation, which is a business corporation organized under the laws of the State of Colorado, is Wilton Corporation.

SECOND: The name of the foreign corporation, which is a business corporation organized under the laws of the State of Washington, is Jet Equipment & Tools, Inc.

THIRD: The domestic corporation, Wilton Corporation, is a wholly-owned subsidiary of Jet Equipment & Tools, Inc., the foreign corporation, since 100% or all of the outstanding shares of Wilton Corporation consisting of one class, namely, common shares of the par value of \$1.00 per share, are owned by Jet Equipment & Tools, Inc.

FOURTH: The following is the Plan of Liquidation and Merger for merging Wilton Corporation into Jet Equipment & Tools, Inc. as approved by resolutions of the Board of Directors of each of Jet Equipment & Tools, Inc. and Wilton Corporation.

1. Jet Equipment & Tools, Inc., which is a business corporation of the State of Washington and is the parent corporation and the owner of all of the outstanding shares of Wilton Corporation, which is a business corporation of the State of Colorado and the subsidiary corporation, hereby merges Wilton Corporation into Jet Equipment & Tools, Inc. pursuant to the provisions of the Colorado Business Corporation Act and the laws of the State of Washington, the jurisdiction of organization of Jet Equipment & Tools, Inc.

2. The separate existence of Wilton Corporation shall cease on the deferred effective date (set forth below) of the liquidation and merger, and Jet Equipment & Tools, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the State of Washington, the jurisdiction of its organization.
3. All of the assets and properties (real, personal, mixed, and tangible and intangible, of every kind, nature and description, without limitation) and all of the liabilities and debts (actual, contingent, and otherwise, of every kind, nature and description, without limitation), of Wilton Corporation shall, upon the said effective date of the liquidation and merger, be the assets, properties, liabilities and debts of Jet Equipment & Tools, Inc.
4. The Articles of Incorporation of Jet Equipment & Tools, Inc., the surviving corporation, on the effective date of the liquidation and merger shall be the Articles of Incorporation of said surviving corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Washington Business Corporation Act.
5. The present Bylaws of Jet Equipment & Tools, Inc. will be the Bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Washington Business Corporation Act.
6. The directors and officers in office of the surviving corporation on the effective date of the liquidation and merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Bylaws of the surviving corporation.
7. Each outstanding share of Wilton Corporation shall, upon the effective date of the liquidation and merger, be cancelled and not converted or exchanged in any manner. The outstanding shares of Jet Equipment & Tools, Inc. shall not be converted or exchanged in any manner, but each said share of Jet Equipment & Tools, Inc. which is issued and outstanding as of the effective date of the liquidation and merger shall continue to represent one issued and outstanding share of the surviving corporation.
8. Any one of the officers of Jet Equipment & Tools, Inc. and Wilton Corporation is hereby authorized, empowered and directed to do any and

all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which may be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Liquidation and Merger or of the liquidation and merger herein provided for.

. FIFTH: Shareholder approval was ~~not~~ required for the liquidation and merger described herein.

SIXTH: The laws of the State of Washington, the jurisdiction of organization of Jet Equipment & Tools, Inc., permit the liquidation and merger of Wilton Corporation into Jet Equipment & Tools, Inc. That merger is in compliance with the laws of the State of Washington, the jurisdiction of organization of Jet Equipment & Tools, Inc.

SEVENTH: The principal office of Jet Equipment & Tools, Inc., the surviving corporation, is located at 2415 West Valley Highway North, Auburn, Washington 98001.

EIGHTH: The deferred effective date of the liquidation and merger set forth herein shall be May 30, 2001.

I certify on this 23 day of May, 2001, under penalties of perjury, that the information provided above is true and correct to the best of my knowledge or belief. I further certify that I am authorized to execute this document on behalf of Jet Equipment & Tools, Inc. and on behalf of Wilton Corporation.

JET EQUIPMENT & TOOLS, INC.

By: 

William Bernstein
Secretary

WILTON CORPORATION

By: 

William Bernstein
Secretary