

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
Tab settings ⇨ ⇨ ⇨ ▼



U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

102097395

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

1. Name of conveying party(ies):  
4-30-02  
Powerscreen USA Inc.  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: Powerscreen USA LLC  
Internal Address: \_\_\_\_\_  
Street Address: 11001 Electron Drive  
City: Louisville State: KY Zip: 40299  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other Kentucky Limited Liability Company  
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       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_  
Execution Date: March 31, 1997

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
\_\_\_\_\_

B. Trademark Registration No.(s) 1173925  
\_\_\_\_\_

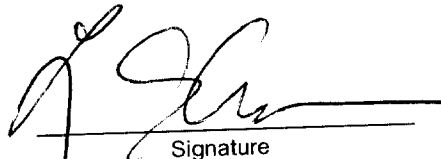
Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Lawrence E. Abelman  
Internal Address: \_\_\_\_\_  
Abelman Frayne & Schwab  
Street Address: \_\_\_\_\_  
150 East 42nd Street  
City: New York State: NY Zip: 10017

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

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

9. Signature.  
Lawrence E. Abelman            April 30, 2002  
Name of Person Signing      Signature      Date  
Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

05/20/2002 6TON11 00000203 1173925  
01 FC:481 40.00 DP

TRADEMARK  
REEL: 002510 FRAME: 0279

State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"POWERSCREEN USA INC.", A DELAWARE CORPORATION,

WITH AND INTO "POWERSCREEN USA LLC" UNDER THE NAME OF "POWERSCREEN USA LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF KENTUCKY, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF MARCH, A.D. 1997, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE THIRTY-FIRST DAY OF MARCH, A.D. 1997.

2372617 8100M  
001446436



*Edward J. Freel*  
\_\_\_\_\_  
EDWARD J. FREEL, Secretary of State

DATE: 09-05-00

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:30 PM 03/27/1997  
971102946 - 2372617

PLAN AND AGREEMENT OF MERGER

OF

POWERSCREEN USA INC.

INTO

POWERSCREEN USA LLC

Pursuant to the provisions of Section 264 of the Delaware General Corporation Law, KRS § 275.345, KRS § 275.350, KRS § 275.355, and KRS § 275.360, Powerscreen USA Inc., a Delaware corporation ("PUSA"), and Powerscreen USA LLC, a Kentucky limited liability company and the sole shareholder of PUSA ("Acquisition Company"), do hereby adopt the following Plan and Agreement of Merger:

ARTICLE I

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

Acquisition Company shall be the "acquiring company" and "surviving business entity" and PUSA shall be the "distributor or transferor corporation" for federal, state and local tax purposes.

Pursuant to Sections 264 and 103 of the Delaware General Corporation Law and KRS § 275.060, the merger of PUSA into the Acquisition Company pursuant to the Plan shall be effective as of 11:59 p.m. on March 31, 1997.

ARTICLE II

The Plan was duly authorized and approved by each of the constituent business entities in accordance with Section 264 of the Delaware General Corporation Law and KRS 275.350.

As to PUSA, the Plan was duly adopted by a resolution adopted by a unanimous written consent in lieu of a special meeting of its Board of Directors on March 25, 1997, and approved by the sole shareholder of PUSA by a written consent in lieu of a special meeting of the shareholders on March 27, 1997. All issued and outstanding shares of PUSA's common stock voted in favor of the Plan, there being 100 issued and outstanding common shares.

As to Acquisition Company, the Plan of Merger was duly adopted by a resolution adopted by a unanimous written consent by the members of Acquisition Company on March 27, 1997.

ARTICLE III

Acquisition Company as the surviving business entity, hereby agrees that it may be served with process in Delaware in any proceeding for enforcement of any obligation of PUSA, as well as for the enforcement of any obligation of Acquisition Company arising from the merger, including any suit or other proceeding to enforce the right of any shareholders as determined in appraisal proceedings pursuant to Section 262 of the Delaware General Corporation Laws, and Acquisition Company hereby irrevocably appoints the Delaware Secretary of State as its agent to accept service of process in any suit or other proceedings and a copy of such process shall be mailed by the Delaware Secretary of State to Acquisition Company at the following address

Powerscreen USA LLC  
 11001 Electron Drive  
 Louisville, Kentucky 40299

IN WITNESS WHEREOF, PUSA and Acquisition Company have caused this Plan and Agreement of Merger to be signed by their respective representative on March 27, 1997.

POWERSCREEN USA INC.

POWERSCREEN USA LLC

By: POWERSCREEN HOLDINGS USA INC.  
as Managing Member

By *Phyllis Scalzo*  
Phyllis Scalzo, Assistant Secretary

By *Phyllis Scalzo*  
Phyllis Scalzo, Assistant Secretary

F:\NEDR\317\NOWGABC\FDOCS\USA\MERG.DEL  
3/27/97 14:04 MPE

Exhibit A

PLAN OF MERGER

This is a plan of merger (the "Plan") of Powerscreen USA Inc. ("PUSA"), a Delaware corporation and Powerscreen USA LLC ("Acquisition Company"), a Kentucky limited liability company and the sole shareholder of PUSA.

RECITALS

A. The authorized capital stock of PUSA consists of 1,000 shares of common stock with a par value of \$1.00 per share ("Subsidiary Common Stock"), of which 100 shares are issued, outstanding, fully paid and nonassessable.

B. The Acquisition Company has 100 units ("Acquisition Company Units") which are issued, outstanding, fully paid and nonassessable.

PLAN

1. Names and Surviving Entity The names of the constituent business entities proposing to merge are Powerscreen USA Inc. and Powerscreen USA LLC. PUSA proposes to merge into Acquisition Company, which shall be the "Surviving Business Entity."

2. Terms and Conditions

(a) Effective Time. Pursuant to Sections 264 and 103 of the Delaware General Corporation Law and KRS § 275.1-060, the merger of PUSA into the Acquisition Company shall be effective as of 11:59 p.m. on March 31, 1997 (the "Effective Time").

(b) Name. The Surviving Business Entity's name shall be Powerscreen USA LLC.

(c) Limited Liability. At and after the Effective Time, the Surviving Business Entity shall continue to have limited liability.

(d) Conversion of Stock and Units At the Effective Time:

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

(ii) The issued and outstanding units of Acquisition Company shall, without any action on the part of the holder thereof, become and be converted into an equal number of units of the Surviving Business Entity, and all outstanding certificates representing those units shall represent, instead of units in Acquisition Company, the right to receive units in the Surviving Business Entity at the rate of unit in the Surviving Business Entity per unit in Acquisition Company.

(e) Articles of Organization. The Articles of Organization of Acquisition Company at the Effective Time shall be the Articles of Organization of the Surviving Business Entity from and after the Effective Time and no changes to the Articles of Organization of Acquisition Company are desired

P. 06

FAX NO. 5025811087

BROWN TODD HEYBURN

MAR-27-97 THU 14:08