

07-12-2002

MER



7.08.02

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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 #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year
03/10/88

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

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City

State/Country

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

OFFICE OF PUBLIC RECORDS
2002 JUL -8 AM 10:46
FINANCE SECTION

07/11/2002 DBYRNE 00000100 1193634

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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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,193,634"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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

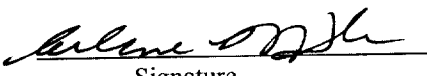
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

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.

Arlene D. Hanks  07-08-02
 Name of Person Signing Signature Date Signed

29-411

State of Minnesota

1866

SECRETARY OF STATE

Certificate of Merger

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: An Agreement and Plan of Merger between the following corporations has been approved pursuant to the procedures required by the chapter indicated. The Agreement and Plan of Merger was filed in this office on this date. Each of the merging corporations have been merged into the surviving corporation listed below on the effective date listed below.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Incorporation and Names of Merging Corporations:

- VA: Glastrusions, Inc.
- VA: Glass-Steel, Inc.
- MN: AFC, Inc.
- VA: MORRISON MOLDED FIBER GLASS COMPANY

State of Incorporation and Name of Surviving Corporation:

- VA: MORRISON MOLDED FIBER GLASS COMPANY

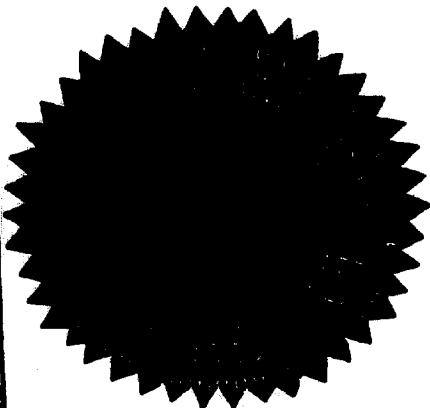
Effective Date of Merger: 3/10/1988

Name of Surviving Corporation After Effective Date of Merger:

MORRISON MOLDED FIBER GLASS COMPANY

The surviving corporation, if a non-Minnesota corporation is qualified to do business in Minnesota.

This certificate has been issued on: 3/10/1988



Joan Anderson Grove
Secretary of State.

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ARTICLES OF MERGER

ARTICLE I

Pursuant to these Articles of Merger the following corporations:

Glastrusions, Inc., a Virginia corporation;
Glass-Steel, Inc., a Virginia corporation; and
AFC, Inc., a Minnesota corporation,

shall be merged into:

Morrison Molded Fiber Glass Company,
a Virginia corporation,

with said Morrison Molded Fiber Glass Company being the surviving corporation.

ARTICLE II

The Merger shall be effected pursuant to the Plan of Merger attached hereto as Exhibit A.

ARTICLE III

This Merger is being effected pursuant to §13.1-719 of the Virginia Stock Corporation Act and Section 302A-621 of the Minnesota Business Corporation Act; accordingly, approval by the shareholders of the parties to the merger is not required.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Merger as of the 29th day of February, 1988.

MORRISON MOIDED FIBER GLASS COMPANY

By *John D. Tickle* PRESIDENT
President

STATE OF VIRGINIA

CITY OF BRISTOL

This instrument was acknowledged before me on March 1st, 1988, by John D. Tickle.

Heron C. Callahan
Notary Public

My commission expires: 2/29/90

PLAN OF MERGER dated as of February 15, 1988 by and between MORRISON MOLDED FIBER GLASS COMPANY, a Virginia corporation ("MMFG"), GLASTRUSIONS, INC., a Virginia corporation ("Glastrusions"), GLASS-STEEL, INC., a Virginia corporation ("Glass-Steel") and AFC, INC., a Minnesota corporation ("AFC") (together, the "Constituent Corporations").

Immediately prior to the Effective Time of the Merger (as hereinafter defined) the authorized capital stock of MMFG shall consist of 100,000 shares of common stock, of which 4,170 shares are issued and outstanding; 3,146 shares owned of record by Shell Polymers and Catalysts Enterprises Inc., a Delaware corporation, 577 shares owned of record by J. D. Tickle, II, a natural person, 66 shares owned of record by Homer A. Jones, Jr., Trustee of John D. Tickle, II Trust, and 66 shares owned of record by Homer A. Jones, Jr., Trustee of Jeffrey Edward Tickle Trust.

Immediately prior to the Effective Time of the Merger (as hereinafter defined) the authorized capital stock of Glastrusions shall consist of 500 shares of common stock, of which all 500 shares are issued and outstanding and owned by MMFG.

Immediately prior to the Effective Time of the Merger (as hereinafter defined) the authorized capital stock of Glass-Steel shall consist of 75,000 shares of common stock, of which all 75,000 shares are issued and outstanding and owned by MMFG.

Immediately prior to the Effective Time of the Merger (as hereinafter defined) the authorized capital stock of AFC shall consist of 275 shares of common stock, of which 58 shares are issued and outstanding and owned by MMFG.

It is the intent of this Merger Agreement that the Merger provided for herein (the "Merger") shall be effected pursuant to the applicable laws of the Commonwealth of Virginia and the State of

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Minnesota and shall qualify, with respect to MMFG and the Non-Surviving Corporations (as hereinafter defined), as a plan of complete liquidation by merger under Section 332 of the Internal Revenue Code and that all actions necessary to accomplish said liquidations shall be completed not later than December 31, 1991.

Inasmuch as MMFG, as the Surviving Corporation, owns 100% of the issued and outstanding stock of each of the Non-Surviving Corporations, it is the intent of this Plan of Merger that the Merger be effected pursuant to the provisions of § 13.1-719 of the Virginia Stock Corporation Act and Section 302A-621 of the Minnesota Business Corporation Act; accordingly, approval by the shareholders of the Constituent Corporations and the Boards of Directors of the Non-Surviving Corporations is not required.

Therefore, the Board of Directors of MMFG does hereby adopt the following Plan of Merger:

I.

At the Effective Time of the Merger (as hereinafter defined), Glastrusions, Glass-Steel and AFC (collectively, the "Non-Surviving Corporations") shall be merged with and into MMFG (sometimes referred to as the "Surviving Corporation"), which shall be the surviving corporation.

II.

The Merger shall become effective (the "Effective Time of the Merger") upon the later of (i) the filing of Articles of Merger with the State Corporation Commission of Virginia and the Secretary of State of Minnesota, or (ii) 11:59 p.m. Eastern Time on February 29, 1988.

III.

The manner and basis of converting and exchanging the shares of the Constituent Corporations shall be as follows:

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- (a) The issued and outstanding shares of each of the Non-Surviving Corporations shall, by virtue of the Merger and without any action on the part of any person, at the Effective Time of the Merger, be retired and cancelled, and no securities, cash or other property shall be issued, paid or delivered with respect thereto.
- (b) The issued and outstanding shares of MMFG shall continue to be duly authorized issued and outstanding shares with the same rights and privileges after the Merger as existed prior to the Merger.

IV.

This Plan of Merger will effect no change to the Articles of Incorporation of MMFG.

V.

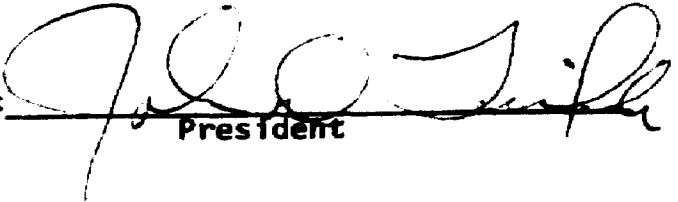
At the Effective Time of the Merger, the separate existence of the Non-Surviving Corporations shall cease, and the corporate existence and identity of the Surviving Corporation shall continue. The Surviving Corporation shall continue to have all of the rights, privileges, immunities, and powers and shall be subject to all the duties and liabilities of a corporation organized under the Virginia Stock Corporation Law. The Surviving Corporation shall thereupon and thereafter possess all the rights, privileges, immunities, and franchises of a public as well as of a private nature, of each of the Constituent Corporations; and in cancellation of all the stock of the Non-Surviving Corporations all rights, interests, receivables and property, real, personal, and mixed, tangible and intangible, and all debts due on whatever account, and all other choses in action, and every other interest, of or belonging to or due to each of the Non-Surviving Corporations, shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate, or any interest therein vested in any of the Constituent Corporations shall not revert or be in any way impaired by reason of the Merger.

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The Surviving Corporation shall thenceforth be responsible and liable for all the liabilities, obligations, and penalties of each of the Constituent Corporations, and any claim existing or action or proceeding, civil or criminal, pending by or against any of the Constituent Corporations may be prosecuted as if the Merger had not taken place, or the Surviving Corporation may be substituted in place of any of the Non-Surviving Corporations; and any judgment against any of the Constituent Corporations may be enforced against the Surviving Corporation. Neither the rights of creditors nor any liens upon the property of any of the Constituent Corporations shall be impaired by the Merger.


IN WITNESS WHEREOF, the Board of Directors of MMFG has duly authorized the President or any Vice President to execute the same on behalf of MMFG as of the date and year first written above.

MORRISON MOLDED FIBER GLASS COMPANY

By:  President

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

MAR 10 1988


Secretary of State

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