

09-03-2002

Form PTO-1594
(Rev. 03.01)
OMB No. 0651-0027 (exp. 5/31/2002)

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



102208293

Tab settings => => =>

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

1. Name of conveying party(ies):
Stemco Inc. *8-29-02*
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Texas
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Stemco LLC
Internal
Address: _____
Street Address: 300 East Industrial Blvd.
City: Longview State: TX Zip: 75602
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other: Limited Liability Company - Delaware
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: December 28, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
78098460; 75862701
Additional number(s) attached Yes No

B. Trademark Registration No. (s)
2554894; 2606528; 2521359

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Andrew Roppel, Esq.
Internal Address: Kilpatrick Stockton LLP
Street Address: 1001 West Fourth Street
City: Winston-Salem State: NC Zip: 27101

6. Total number of applications and registrations involved: 5
7. Total fee (37 CFR 3.41) \$ 140.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.
Andrew Roppel *Andrew Roppel* August 22, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

08/30/2002 LMUELLER 00000152 78098460

01 FC:481 40.00 DP
02 FC:482 100.00 DP

ATLLIB01 1303239.1

TRADEMARK
REEL: 002573 FRAME: 0495



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

STEMCO INC.
Domestic Business Corporation
[Filing Number: 37614900]

Into

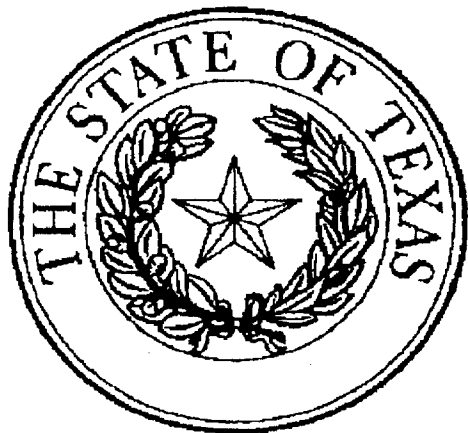
Stemco LLC
Foreign Limited Liability Company (LLC)
DE, USA
[Entity not of Record, Filing Number Not Available]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated: 12/28/2001

Effective: 12/28/2001



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Assistant Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

PHONE(512) 463-5555
Prepared by: Lisa Sartin

FAX(512) 463-5709

TTY7-1-1

TRADEMARK
REEL: 002573 FRAME: 0496

ARTICLES OF MERGER
OF STEMCO INC INTO
STEMCO LLC

FILED
In the Office of the
Secretary of State of Texas

DEC 28 2001

Pursuant to Article 5.04 of Part Five of the Texas Business Corporation Act, the undersigned submit these Articles of Merger for filing and certify that:

1. The name and state of incorporation or organization of the corporation and limited liability company that are parties to the Merger Agreement (as defined below) are:

<u>Name</u>	<u>Form of Entity</u>	<u>State</u>
Stemco Inc	Corporation	Texas
Stemco LLC	Limited Liability Company	Delaware

2. An Agreement and Plan of Merger, dated as of December 28, 2001 (the "Merger Agreement"), by and between Stemco Inc and Stemco LLC has been approved and executed by each of Stemco Inc and Stemco LLC and approved by the sole shareholder of Stemco Inc and the sole member of Stemco LLC. Stemco Inc has 1,000 outstanding shares, all of which are owned by one shareholder that voted for the Agreement by an action taken by written consent.

3. The approval of the Merger Agreement was duly authorized by all action required by the laws of the State of Delaware and by the constituent documents of Stemco LLC.

4. As of the effective time of the merger, the LLC Agreement and Bylaws of Stemco LLC, as in effect immediately prior to the effective time, will become the LLC Agreement and Bylaws of the surviving limited liability company.

5. The merger shall become effective at 3:00 p.m., Eastern time, on December 28, 2001.

6. The executed Merger Agreement is on file at the principal place of business of the surviving limited liability company that is located at 300 East Industrial Boulevard, Longview, Texas 75606.

7. A copy of the Merger Agreement will be furnished by the surviving limited liability company, on written request and without cost, to the shareholder of Stemco Inc or member of Stemco LLC.

8. The surviving limited liability company will be responsible for all fees and franchise taxes required by law and will be obligated to pay all such fees and franchise taxes if the same are not timely paid.

IN WITNESS WHEREOF, these Articles of Merger have been duly executed as of December 28, 2001, and are being filed in accordance with Section 5.04 of the Texas Business Corporation Act by a duly authorized representative of each of the constituent entities.

STEMCO INC

By: Paul V. Carpiello
Name: PAUL CARPIELLO
Title: Assistant Vice President

STEMCO LLC

By: Paul V. Carpiello
Name: PAUL CARPIELLO
Title: Assistant Vice President