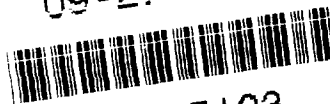


09-27-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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RECORD
TRADE



DEPARTMENT OF COMMERCE
Patent and Trademark Office

102235123

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

1. Name of conveying party(ies):

Glaesteel Tennessee, Inc.

9-25-02

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State
☐ Other _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: November 20, 1992

2. Name and address of receiving party(ies)

Name: The Alpha Corporation of Tennessee

Internal

Address: _____

Street Address: 950 Highway 57 East

City: Collierville State: TN Zip: 38017

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Tennessee
☐ Other _____

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) n/a

B. Trademark Registration No.(s) 1,447,028

Additional number(s) attached ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Valerie Walsh Johnson, Esq.

Internal Address: _____

Street Address: 165 Madison Avenue, Suite 2000

Baker, Donelson, Bearman & Caldwell

City: Memphis State: TN Zip: 38103

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:

08-1629

DO NOT USE THIS SPACE

9. Signature.

Valerie Walsh Johnson, Esq.

Name of Person Signing

Signature

September 20, 2002

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

09/27/2002 AMWED1 00000016 1447028

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TRADEMARK
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RECEIVED
STATE OF TENNESSEE
1992 DEC -7 AM
PLAN AND AGREEMENT OF MERGER OF
THE ALPHA CORPORATION OF TENNESSEE,
GLASTEEL INDUSTRIAL LAMINATES, INC., ALPHA
RESINS CORPORATION, GLASTEEL TENNESSEE, INC.,
SYNTECHNICS, INC., AND CORPORATION 425

DRYAN
SECRET

1. The name of each constituent corporation and the state under the laws of which each constituent corporation exists are:

<u>Name of Corporation</u>	<u>State</u>
The Alpha Corporation of Tennessee	Tennessee
Glasteel Industrial Laminates, Inc.	Tennessee
Alpha Resins Corporation	Tennessee
Glasteel Tennessee, Inc.	Tennessee
Syntechinics, Inc.	Tennessee
Corporation 425	Tennessee

2. The Alpha Corporation of Tennessee, a Tennessee corporation, ("Alpha") shall be merged into Glasteel Industrial Laminates, Inc., a Tennessee corporation, ("the Surviving Corporation"); and Alpha Resins Corporation, a Tennessee corporation ("ARC"), Glasteel Tennessee, Inc., a Tennessee corporation ("GTI"), Syntechinics, Inc., a Tennessee corporation ("SI"), and Corporation 425, a Tennessee corporation ("425") (Alpha, ARC, GTI, SI, and 425 are sometimes collectively referred to herein as the "Non-Surviving Corporations"), shall be merged into Glasteel Industrial Laminates, Inc., a Tennessee corporation, the Surviving Corporation (the Non-Surviving Corporations and the Surviving Corporation are sometimes collectively referred to as the "Constituent Corporations").

3. The Surviving Corporation shall be governed by the laws of the State of Tennessee.

4. The laws of the State of Tennessee, the state under which the Constituent Corporations exist, permit the merger.

5. The Boards of Directors of the Constituent Corporations respectively believe it is in the best interests of each of the Non-Surviving Corporations to merge into the Surviving Corporation in order to simplify the corporate structure of the group, to improve the ability of the Surviving Corporation to finance the operations of the Surviving Corporation (which prior to the merger were the operations of the Constituent Corporations), and to reduce administrative complexity and overhead.

2602 0012

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STATE OF TENNESSEE

1932 DEC -7 AM 9:14

FROM
SECRET

GLASTEEL INDUSTRIAL LAMINATES, INC.
A Tennessee corporation

By: 

Title: Chairman of the Board

ALPHA RESINS CORPORATION
A Tennessee corporation

By: 

Title: Chairman of the Board

GLASTEEL TENNESSEE, INC.
A Tennessee corporation

By: 

Title: Chairman of the Board

SYNTECHNICS, INC.,
A Tennessee corporation

By: 

Title: Chairman of the Board

CORPORATION 425,
A Tennessee corporation

By: 

Title: Chairman of the Board

ap01 dep alpha all art

RECEIVED The terms and conditions of the proposed merger ("the
STATE OF TENNESSEE
Merger") are:

1932 DEC -7 AM 9:14 a. The Merger shall be consummated in accordance with
BRYANT
SECRETARY OF STATE the statutory procedures set forth in T.C.A. §48-
21-101, et seq., as amended.

- b. Articles of Merger to effectuate the terms of this Plan and Agreement of Merger shall be executed by the Constituent Corporations, and thereafter delivered to the Secretary of State of the State of Tennessee for filing and recording in accordance with applicable law as soon as practicable after the date of execution of this Plan and Agreement of Merger.
- c. All action necessary or appropriate to effectuate the Merger, including, but not limited to, the adoption, execution, delivery and performance of this Plan and Agreement of Merger and the Articles of Merger, as described hereinabove, shall be duly and validly taken by the Boards of Directors, and Officers, respectively, of the Constituent Corporations, and by the Shareholders of the Non-Surviving Corporations.
- d. The Charter of the Surviving Corporation in effect immediately prior to the effective date of the Merger shall remain in effect as the Charter of the Surviving Corporation, with the only amendment to the Charter being the change of the Surviving Corporation's name from Glasteel Industrial Laminates, Inc. to The Alpha Corporation of Tennessee, and paragraph 1 of the Charter is hereby amended to provide as follows:
 1. The name of the corporation is The Alpha Corporation of Tennessee.
- e. The Bylaws of the Surviving Corporation in effect immediately prior to the effective date of the Merger shall remain in effect as the Bylaws of the Surviving Corporation.
7. The terms and conditions of the Merger of the Non-Surviving Corporations into the Surviving Corporation are as follows:
 - a. Upon the effective date of the Merger, the Surviving Corporation shall succeed to all of the properties, rights, and other assets and shall be subject to the liabilities of the Non-Surviving

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STATE OF TENNESSEE

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BRYANT J. GIBBS
SECRETARY OF STATE

Corporations, without further action by any of the corporations.

No new shares of the Surviving Corporation shall be issued in connection with the Merger. Each shareholder of The Alpha Corporation of Tennessee whose shares were outstanding immediately before the effective date of the Merger will hold the same number of shares of the Surviving Corporation, with identical designations, preferences, limitations, and relative rights, immediately after the effective date of the Merger, and the existing stock certificates representing the shares of The Alpha Corporation of Tennessee shall be converted into and shall be the stock certificates of the Surviving Corporation. All of the stock of the Surviving Corporation and of the Non-Surviving Corporations other than The Alpha Corporation of Tennessee outstanding immediately before the effective date of the Merger shall cease to exist and shall be deemed canceled.

8. The location of the principal office of the Surviving Corporation shall be 950 Highway 57 East, Collierville, Tennessee, 38017.

9. Any of the Constituent Corporations may abandon the Merger prior to its effective date by the action of its Board of Directors.

10. Subject to the approval of the other parties hereto, any of the Constituent Corporations may amend this Plan and Agreement of Merger by the action of its Board of Directors.

11. The Alpha Corporation of Tennessee, as sole shareholder of Glasteel Industrial Laminates, Inc., ARC, GTI, SI, and 425 hereby waives the mailing requirements of T.C.A. §48-21-104.

Dated: November 20, 1992.

THE ALPHA CORPORATION OF TENNESSEE,
A Tennessee corporation

By: [Signature]

Title: Chairman of the Board

2602 0016

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STATE OF TENNESSEE

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ROYAL L. J. JEFF
SECRETARY OF THE STATE

GLASTEEL INDUSTRIAL LAMINATES, INC.
A Tennessee corporation

By: [Signature]
Title: Chairman of the Board

ALPHA RESINS CORPORATION,
A Tennessee corporation

By: [Signature]
Title: Chairman of the Board

GLASTEEL TENNESSEE, INC.,
A Tennessee corporation

By: [Signature]
Title: Chairman of the Board

SYNTECHNICS, INC.,
A Tennessee corporation

By: [Signature]
Title: Chairman of the Board

CORPORATION 425,
A Tennessee corporation

By: [Signature]
Title: Chairman of the Board

deputaphaall pua