

10/3/02 REC
TR

10-08-2002



Docket No.:

267-3005-T

Tab settings

To the Honorable Commissioner of Patents and

102243287

and original documents or copy thereof.

1. Name of conveying party(ies):

ELECTRO-MATIC STAPLERS, INC.

- Individual(s)
- General Partnership
- Corporation-State New Jersey
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 31, 1999

2. Name and address of receiving party(ies):

Name: ARROW FASTENER CO., INC.

Internal Address:

Street Address: 271 Mayhill Street

City: Saddle Brook State: NJ ZIP: 07663

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New Jersey
- Other

If assignee is not domiciled in the United States, a domestic designation is Yes No

(Designations must be a separate document from this form) Yes No

Additional name(s) & address(es)

OFFICE OF PUBLIC RECORDS
2002 OCT -3 AM 10:50
FINANCE SECTION

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

A. Trademark Application No. (s)

B. Trademark Registration No. (s)

996,953 1,446,011

Additional numbers

Yes No

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

Name: Leon E. Redman

Internal Address: Legal Patent

Masco Corporation

Street Address: 21001 Van Born Road

City: Taylor State: MI ZIP: 48180

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-1981

10/07/2002 LUELLER 00000192 131981 996953

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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.

Leon E. Redman, Reg. No. 26,021

Name of Person Signing

Signature

Sept 26, 2002

Date

Total number of pages including cover sheet, attachments, and

5



New Jersey Department of State
 Division of Commercial Recording
 Certificate of Merger/Consolidation
 (Profit Corporations)

MAG

UMC-23/96
FILED

DEC 28 1992

This form may be used to record the merger or consolidation of a corporation with or into another ~~State~~ ^{State} ~~corporation~~ ^{corporation} or entities, pursuant to NJSA 14A. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the Secretary of State. Applicants are advised to seek out private legal advice before submitting filings to the Secretary's office.

1. Type of Filing (check one): Merger Consolidation
 2. Name Of Surviving Business Entity: Arrow Fastener Co., Inc.
 3. Name(s)/Jurisdiction(s) Of Each Participating Business Entity:

Name	Jurisdiction	Identification # Assigned By Secretary of State (If Applicable)
Electro-Matic Staplers, Inc.	New Jersey	3466391000
Arrow Fastener Co., Inc.	New Jersey	1074350500

4. Voting: (all corporations involved; attach additional sheets if necessary)

- a Corp. Name Electro-Matic Staplers, Inc. Outstanding Shares Class A-90
 If applicable, set forth the number and designation of any class or series of shares entitled to vote. Class B-80
- b Corp. Name Arrow Fastener Co., Inc. Outstanding Shares Class A-90
 If applicable, set forth the number and designation of any class or series of shares entitled to vote. Class B 2,799.34
- c Corp. Name _____ Outstanding Shares _____

If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Class A shares are eligible to vote and Class B shares are not eligible to vote.

	Votes For	Votes Against
Corp. a	90	0
Corp. b	90	0
Corp. c		

5. Service of Process Address (For use if the surviving business entity is not authorized or registered by the Secretary of State): N/A

The Secretary of State is hereby appointed as agent to accept service of process and to forward same to the address above.

6. Effective Date: (if other than filing date; not to exceed 90 days from filing date) 12/31/99

Signature: Electro-Matic Staplers, Inc. & Arrow Fastener Co., Inc.

Eugene A. Gargaro, Jr.
 Name

Vice President

Title

12/22/99

Date

Eugene A. Gargaro, Jr.

**Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, insure that you obtain and attach to you filing submission a Tax Clearance Certificate for each participating corporation.

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TRADEMARK

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AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated as of December 22, 1999, among Arrow Fastener Co., Inc., a New Jersey corporation (the "Surviving Corporation") and Electro-Matic Staplers, Inc., a New Jersey corporation (the "Merging Corporation") (with the Surviving Corporation and the Merging Corporation collectively referred to herein as the "Constituent Corporations").

A. The Constituent Corporations in consideration of the mutual agreements of each corporation as set forth hereinafter, deem it advisable and generally for the welfare of said corporations, that the Merging Corporation merge with and into the Surviving Corporation under and pursuant to the terms and conditions set forth herein (the "Merger").

B. The terms and conditions of the Merger, the mode of carrying the same into effect, the manner of dealing with the shares of the Constituent Corporations outstanding immediately prior to the effective time of the Merger, and other pertinent provisions of the Merger, are hereinafter set forth.

ARTICLE I

In accordance with the provisions of the laws of the State of New Jersey, the Merging Corporation shall be merged with and into the Surviving Corporation.

ARTICLE II

The Merger shall become effective upon filing of the Certificate of Merger with the Secretary of State of the State of New Jersey (the "Effective Date").

ARTICLE III

The Articles of Incorporation of the Surviving Corporation are not to be amended by virtue of the Merger and the name of the Surviving Corporation will remain the same.

ARTICLE IV

On the Effective Date, the Directors and officers of the Surviving Corporation will be the Directors and officers of the Surviving Corporation. Each Director and officer shall hold office until their respective successors are elected and qualified, as provided by law and the bylaws of the Surviving Corporation.

ARTICLE V

On the Effective Date the issued shares of Capital Stock of the Merging Corporation shall, by virtue of the Merger forthwith, cease to exist and be canceled without payment of any consideration therefor. The outstanding shares of Common Stock of the Surviving Corporation will not be affected by the merger.

ARTICLE VI

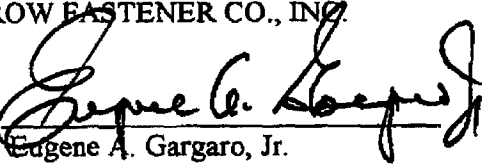
On the Effective Date the separate existence of the Merging Corporation shall cease and all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets and property of every kind and description of the Merging Corporation shall be transferred to, vested in and devolved upon the Surviving Corporation without further act or deed and all property, rights, and every other interest of the Surviving Corporation and the Merging Corporation, shall as effectively be the property of the Surviving Corporation. The Merging Corporation hereby agrees, from time to time, as and when requested by the Surviving Corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further action as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation title to and possession of any property of the Merging Corporation acquired or to be acquired by reason or as a result of the merger herein provided for and otherwise to carry out the intent and purpose hereof and the proper officers and Directors of the Constituent Corporations are fully authorized to take any and all such action.

All rights of creditors and all liens upon the property of the Constituent Corporations shall be preserved unimpaired, and all debts, liabilities and duties of the Merging Corporation shall then be attached to the Surviving Corporation and may be enforced against it to the same extent as if the debts, liabilities and duties had been incurred or contracted by it.

IN WITNESS WHEREOF, the Constituent Corporations have executed this Agreement as of the date first above written.

ARROW EASTENER CO., INC.

By:

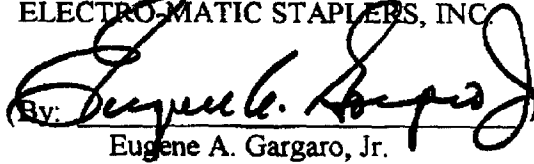


Eugene A. Gargaro, Jr.

Its: Vice President

ELECTRO-MATIC STAPLERS, INC.

By:



Eugene A. Gargaro, Jr.

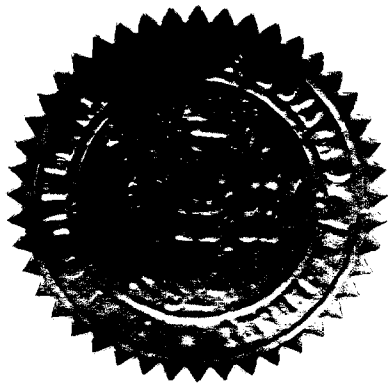
Its: Vice President

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

ELECTRO-MATIC STAPLERS, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate of Merger
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.*

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
17th day of April, 2002



A handwritten signature in black ink, which appears to read "John E. McCormac". The signature is written in a cursive style.

John E McCormac, CPA
State Treasurer