

10-30-2002

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**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

105 PUBLIC RECORDS  
OCT 25 AM 11:57  
FINANCE SECTION

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 Agreement  Nunc Pro Tunc Assignment

Merger  Effective Date  
Month Day Year  
03/31/97

Change of Name

Other \_\_\_\_\_

**Conveying Party**

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year  
03/27/97

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  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.)

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization

10/29/2002 BYRNE 00000238 935309  
01 FC:8521 40.00 CP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK**  
REEL: 002607 FRAME: 0137

**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="935,309"/>	<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

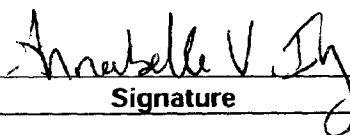
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #

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.

Annabelle V. Irely



October 16, 2002

Name of Person Signing

Signature

Date Signed

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**SPRECKELS INDUSTRIES, INC.**

**WITH AND INTO**

**DUFF-NORTON COMPANY, INC.**

**Pursuant to Section 253 of the General Corporation Law  
of the State of Delaware**

Spreckels Industries, Inc., a Delaware corporation (the "Company"), does hereby certify as follows:

FIRST: The Company is a business corporation incorporated on May 22, 1987, under the laws of the State of Delaware.

SECOND: The Company is the owner of all outstanding shares of each class of stock of Duff-Norton Company, Inc. ("Duff-Norton") which is a business corporation incorporated on December 21, 1983, under the laws of the State of Delaware.

THIRD: The Company, by the following resolutions of its Board of Directors, duly adopted at a meeting of the Board of Directors on March 25, 1997, determined to merge the Company into Duff-Norton and to change the name of Duff-Norton as the surviving corporation to Yale Industrial Products, Inc.:

RESOLVED, that Spreckels Industries, Inc. (the "Company") merge (the "Merger") with and into its subsidiary, Duff-Norton Company, Inc. ("Duff-Norton") with Duff-Norton as the surviving corporation under the

new name of Yale Industrial Products, Inc. ("Surviving Corporation") pursuant to the terms and conditions provided in the Agreement of Merger, dated March 25, 1997 by and between the Company and Duff-Norton (the "Merger Agreement");

RESOLVED, that pursuant to and as provided in the Merger Agreement, upon the Merger, the Surviving Corporation amend its Certificate of Incorporation to read as follows:

"1. The name of the Corporation is Yale Industrial Products, Inc."

"6. No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit."

RESOLVED, that the Merger will be effective on March 31, 1997;

RESOLVED, that, pursuant to and as provided in the Merger Agreement, upon the Merger, each issued and outstanding share of Duff-Norton shall be deemed cancelled and no payment or distribution shall be made with respect thereto;

RESOLVED, that, pursuant to and as provided in the Merger Agreement, upon the Merger, all shares of capital stock of the Company, which are issued and outstanding immediately prior to the Merger, shall be converted into and become 1,000 validly issued, fully paid and nonassessable shares of common stock of the Surviving Corporation; and

RESOLVED, that, the proper officers of the Company be, and each of them acting alone

hereby is, authorized and directed to take all actions and to prepare, execute, deliver, file and record all necessary agreements, instruments, documents and certificates in the name and on behalf of the Company, and under its corporate seal or otherwise, and to pay all such fees and expenses as they, or any one of them, may deem necessary, proper or advisable in order to effect the Merger.


FOURTH: The Merger has been approved by the holder of all of the outstanding stock of the Company entitled to vote thereon by written consent without a meeting in accordance with Section 228 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be signed by its President, and attested by its Secretary, as of this 27TH day of March, 1997.

SPRECKELS INDUSTRIES, INC.

By   
Herbert P. Ladds, President

Attest:

By   
Lois H. Demler, Secretary

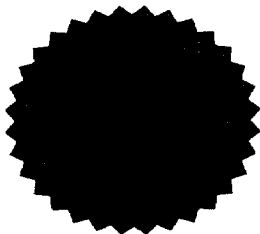
# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF "DUFF-NORTON COMPANY, INC.", CHANGING ITS NAME FROM "DUFF-NORTON COMPANY, INC." TO "YALE INDUSTRIAL PRODUCTS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 1997, AT 9 O'CLOCK A.M.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2029160

DATE: 10-10-02

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**RECORDED: 10/25/2002**

**TRADEMARK  
REEL: 002607 FRAME: 0142**