

11/19/02

11-25-2002

Form PTO-1594 (Rev. 6-93) **RECOR**

OMB No. 0651-0011 (exp. 4/94)

To the Honorable Commissioner of Patent



ET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

102293926

Please record the attached original document or copy thereof

1. Name of conveying party(ies):

Speeflo Manufacturing Corporation
6614 Harrisburg Blvd.
Houston, TX

Individual(s) Association
 General Partnership Limited Partnership
 Corporation: State of Texas
 Other _____

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

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

Titan Tool, Inc.
107 Bauer Drive
Oakland, NJ 07436

Individual(s) Association
 General Partnership Limited Partnership
 Corporation: State of Delaware
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

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)

4. Application number(s) or trademark number(s), and identification or description of the mark(s):

A. Trademark Application No(s). and description B. Trademark Registration No(s). and description

740,892 (SPEE-FLO)

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

John M. Haurykiewicz
FAEGRE & BENSON LLP
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901
612/766-8216

6. Total number of applications and registrations involved: 01

7. Total fee (37 CFR 3.41) \$40.00

Enclosed
 Authorized to be charged to deposit account for underpayment

8. Deposit Account number: 06-0029

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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.

John M. Haurykiewicz, #29,311 [Signature] November 14, 2002
 Name of person signing Signature Date

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

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Mail documents to be recorded with required cover sheet information to:
 Director - U.S. Patent and Trademark Office, Box Assignments
 Washington, D.C. 20231

CERTIFICATE OF MERGER
OF
RHINO INDUSTRIES, INC.,
AND
SPEEFLO MANUFACTURING CORPORATION
INTO
TITAN TOOL, INC.

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>NAME</u> | <u>STATE OF INCORPORATION</u> |
|-----------------------------------|-------------------------------|
| Titan Tool, Inc. | Delaware |
| Rhino Industries, Inc. | Delaware |
| Speeflo Manufacturing Corporation | Texas |

SECOND: That an agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Titan Tool, Inc., a Delaware corporation.

FOURTH: The certificate of incorporation of Titan Tool, Inc., a Delaware corporation, shall be the certificate of incorporation of the surviving corporation.

FIFTH: That the executed agreement and plan of merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 107 Bauer Drive, Oakland, New Jersey 07436.

SIXTH: That a copy of the agreement and plan of merger will be furnished on request and without cost to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the agreement and plan of merger is as follows:

| <u>Corporation</u> | <u>Class</u> | <u>Number of Shares</u> | <u>Par Value</u> |
|-----------------------------------|--------------|-------------------------|------------------|
| Speeflo Manufacturing Corporation | Common | 1,000 | \$.01 |

IN WITNESS WHEREOF, Titan Tool, Inc. has caused the Certificate to be signed by its duly authorized officer this 4th day of October, 1996.

TITAN TOOL, INC.

By: *William A. Schmalz*
Name: *William A. Schmalz*
Title: *Chl. Secy.*