

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Habasit Globe, Inc.	Globe International, Inc.	02/18/1997	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Habasit Belting, Inc.
Street Address:	305 Satellite Boulevard
City:	Suwanee
State/Country:	GEORGIA
Postal Code:	30024
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number
Registration Number:	1218128

**CORRESPONDENCE DATA**

Fax Number: (404)527-4198  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 404-527-4000  
 Email: lsandgren@mckennalong.com  
 Correspondent Name: McKenna Long & Aldridge LLP  
 Address Line 1: 303 Peachtree St., NE  
 Address Line 2: Suite 5300  
 Address Line 4: Atlanta, GEORGIA 30308

ATTORNEY DOCKET NUMBER:	4319.0031
NAME OF SUBMITTER:	Adam G. Mersereau

CH \$40.00 1218128

**Total Attachments: 8**

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*State of New York* }  
*Department of State* } *ss:*

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**JAN 18 1999**



A handwritten signature in cursive script, appearing to read "J. Clark", followed by a horizontal line.

*Special Deputy Secretary of State*

S-1266 (5/96)

**TRADEMARK**  
**REEL: 002658 FRAME: 0681**

F990115000261

CT-07

CT-07

CERTIFICATE OF MERGER

OF

HABASIT GLOBE, INC.

INTO

HABASIT BELTING, INCORPORATED

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

The undersigned corporation, Habasit Holding America, Inc., a Delaware corporation, being the sole shareholder of Habasit Globe, Inc., a New York corporation, and the sole shareholder of Habasit Belting, Incorporated, a Delaware corporation, does hereby certify:

1. (a) The name of each constituent corporation is as follows:

Habasit Globe, Inc. (formerly known as Globe International, Inc. and also formerly known as 1400 Clinton St., Inc.)  
and  
Habasit Belting, Incorporated

(b) Habasit Belting, Incorporated, a Delaware corporation, shall be the surviving corporation. Following the merger its name shall remain Habasit Belting, Incorporated.

2. As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are not subject to change and are as follows:

<u>Name of Corporation</u>	<u>Designation and number of shares in each class or series outstanding</u>	<u>Class or series of shares entitled to vote</u>	<u>Shares entitled to vote as a class or series</u>
Habasit Globe, Inc.	Common Stock 1,807 shares	1,807	1,807
Habasit Belting, Incorporated	Common Stock 289,510 shares	289,510	289,510

ATLANTA 4050-10 1

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3. The merger was adopted by Habasit Globe, Inc. by the unanimous written consent of the board of directors and the sole shareholder. No minority shareholders are involved in this merger.
4. The certificate of incorporation of Habasit Globe, Inc. (formerly known as Globe International, Inc. and also formerly known as 1400 Clinton St., Inc.) was filed in the Department of State on the 28<sup>th</sup> day of December, 1982.
5. The surviving corporation is Habasit Belting, Incorporated, a corporation of the state of Delaware, incorporated on the 2<sup>nd</sup> day of August, 1967, and which filed its application for authority to do business in the State of New York on the 31<sup>st</sup> day of December, 1998. The merger is permitted by the laws of the state of its incorporation and is in compliance therewith. The manner in which the merger was authorized with respect to said corporation was by the unanimous written consent of the board of directors and the sole shareholder.
6. Habasit Belting, Incorporated agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any constituent corporation, previously amenable to suit in the State of New York, and for the enforcement under the Business Corporation law, of the right of shareholders of any constituent domestic corporation to receive payment for their shares against the surviving corporation; and it designates the Secretary of State of new York as its agent upon whom process may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law, in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against it served upon him is 3453 Pierce Drive, Chamblee, Georgia 30341.
7. Habasit Belting, Incorporated agrees that, subject to the provisions of Section 623 of the Business Corporation Law, it will promptly pay to the shareholders of each constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, relating to the right of shareholders to receive payment for their shares.
8. Each of the constituent domestic corporations hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by each constituent domestic corporation have been paid and that a cessation franchise tax report (estimated or final) through the anticipated date of the merger, has been filed by each constituent domestic corporation. The said report, if estimated, is subject to amendment. Habasit Belting, Incorporated hereby agrees that it will within 30 days after the filing of the certificate of merger file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by each constituent domestic corporation.

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IN WITNESS WHEREOF, the undersigned corporation, has caused this Certificate to be duly executed on the 31<sup>st</sup> day of December, 1991 and affirms the statements contained herein as true under penalties of perjury.

SOLE SHAREHOLDER OF HABASIT  
BELTING, INCORPORATED:

HABASIT HOLDING AMERICA, INC.

By: Giovanni Valpi  
Name: Giovanni Valpi  
Title: CEO

SOLE SHAREHOLDER OF HABASIT  
GLOBE, INC.

HABASIT HOLDING AMERICA, INC.

By: Giovanni Valpi  
Name: Giovanni Valpi  
Title: CEO

{Signatures Page for New York Certificate of Merger}

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CERTIFICATE OF MERGER  
OF  
HABASIT GLOBE, INC.  
INTO  
HABASIT BELTING, INCORPORATED

07-07

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

JAN 15 12 06 PM '99

FILED

ICC

STATE OF NEW YORK  
DEPARTMENT OF STATE  
JAN 15 1999  
TAXES  
BY: JAN  
Eue

JAN 15 9 57 AM '99

RECEIVED

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LONG ALDRIDGE & NORMAN  
ONE PEACHTREE ST.  
ATLANTA, GA 30308

990115000276

TRADEMARK  
REEL: 002658 FRAME: 0685

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HABASIT GLOBE, INC.", A NEW YORK CORPORATION,  
WITH AND INTO "HABASIT BELTING, INCORPORATED" UNDER THE NAME OF "HABASIT BELTING, INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF JANUARY, A.D. 1999, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

0660918 8100M

AUTHENTICATION: 9523730

991018028

DATE: 01-15-99

TRADEMARK  
REEL: 002658 FRAME: 0686



**CERTIFICATE OF MERGER**

**OF**

**HABASIT GLOBE, INC.**

**INTO**

**HABASIT BELTING, INCORPORATED**

The undersigned corporation, Habasit Belting, Incorporated, a Delaware corporation, does hereby certify:

**FIRST:** That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Habasit Belting, Incorporated	Delaware
Habasit Globe, Inc.	New York

**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 Section 252 of the General Corporation Law of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is Habasit Belting, Incorporated, a Delaware corporation.

**FOURTH:** That the Certificate of Incorporation of Habasit Belting, Incorporated, a Delaware corporation, which is the surviving corporation, shall continue in full force and effect as 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 which is 3453 Pierce Drive, Chamblee, Georgia 30341.

**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:** That the authorized capital stock of Habasit Globe, Inc. consists of 2000 shares of Common Stock with a par value of \$.05 per share.

IN WITNESS WHEREOF, the undersigned surviving corporation has caused this Certificate to be duly executed and acknowledged as of the 31st day of December, 1998.

**HABASIT BELTING, INCORPORATED**

By: Giovanni Volpi  
Name: Giovanni Volpi  
Title: President