

02-03-2003

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)



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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings ⇨⇨⇨ ▼

102354359

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

1. Name of conveying party(ies): 1-30-03  
 Gem-Top Mfg., Inc.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: Leer, Inc.  
 Internal  
 Address: 28858 Ventura Drive

Street Address: \_\_\_\_\_  
 City: Elkhart State: IN Zip: 46515

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 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

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: May 3, 1994

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

733332

Additional number(s) attached  Yes  No

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

Name: Deborah Schavey Ruff  
 Internal Address: Mayer, Brown, Rowe, & Maw  
P.O. Box 2828  
Chicago IL 60690-2828  
 Street Address: \_\_\_\_\_  
 City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

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: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.*

Deborah Schavey Ruff                      [Signature]                      1/21/03  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 5

RECORDS SECTION

02/03/2003 LMUELLER 00000020 733332 40.00 OP

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks Box Assignments  
 Washington, D.C. 20231

TRADEMARK  
 REEL: 002662 FRAME: 0813

**CERTIFICATE OF OWNERSHIP AND MERGER**


merging  
**GEM-TOP MFG., INC.**  
(an Oregon corporation)  
into  
**LEER, INC.**  
(a Delaware corporation formerly known as  
Leer Holdings Inc.)

Leer, Inc., a Delaware corporation formerly known as Leer Holdings Inc. (the "Corporation"), pursuant to Section 253 of the General Corporation Law of Delaware, hereby certifies that:


1. The Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.
2. The Corporation owns 100% of the outstanding shares of capital stock of Gem-Top Mfg., Inc., a corporation incorporated under the laws of the State of Oregon.
3. Gem-Top Mfg., Inc. shall be merged with and into the Corporation, with the surviving corporation to be governed by the laws of Delaware.
4. The name of the surviving corporation shall be "Leer, Inc."
5. The Corporation, by the Unanimous Consent of Directors and Resolutions Approving Merger duly adopted as of the 3rd day of May, 1994, and its shareholders, by the Unanimous Consent and Resolutions of Sole Shareholder duly adopted as of the 3rd day of May, 1994, have determined to merge Gem-Top Mfg., Inc. into the Corporation.
6. Gem-Top Mfg., Inc., by Unanimous Consent of Directors and Resolutions Approving Merger adopted as of the 3rd day of May, 1994, and its shareholders, by Unanimous Consents and Resolutions of Shareholders Approving Merger adopted as of the 3rd day of May, 1994, have resolved to merge with and into the Corporation.
7. This merger is permitted under the laws of the State of Oregon, and the applicable provisions of the laws of Oregon have been complied with in connection with the approval and consummation of the merger.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed as of the 3rd day of may, 1994.

LEER, INC., a Delaware corporation formerly known as Leer Holdings Inc.

By:   
Name: Robert E. Keller  
Title: President

ATTEST:

  
By: \_\_\_\_\_  
Name: Dennis J. O'Neill  
Title: Secretary



Office of the Secretary of State

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I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GEM-TOP MFG., INC.", A OREGON CORPORATION,

WITH AND INTO "LEER, INC." UNDER THE NAME OF "LEER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF MAY, A.D. 1994, AT 2 O'CLOCK P.M.

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



*William T. Quillen*

William T. Quillen, Secretary of State

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AUTHENTICATION: 7123805

DATE: 05-18-94

TRADEMARK

RECORDED: 01/30/2003

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