

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94) Tab settings ⇄ ⇄ 4508	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office 4507.646.
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Lavelle Industries, Inc.
 Individual Association
 Corporation - Illinois
 Limited Partnership
 Other
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: Lavelle Industries, Inc.
 Internal Address: _____
 Street Address: 665 McHenry Street

 City: Burlington State: WI Zip: 53105

 Individual(s) citizenship
 Corporation - Delaware
 General Partnership
 Limited Partnership
 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:
 Change of Name
 Assignment -
 Merger Dated: December 24, 1990
 Security Agreement
 Other -

4. Application number(s):
 A. Trademark Application No.(s)
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1731095 818,991 769,398
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Michele L. Dietz
 Internal Address: _____

 Street Address: Reinhart Boerner Van Deuren s.c.
1000 North Water Street, Suite 2100

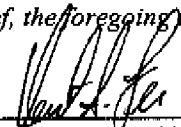
 City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: 3
 7. Total fee (37 CFR 3.41) \$90.00
 Enclosed
 Authorized to be charged to deposit account
 Any Deficiencies in Enclosed Fee should be charged to our Deposit Account.

8. Deposit account number:
18-0882
 (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.

Kent A. Lee  June 24, 2003
 Name of Person Signing Signature Date
 Total number of pages including cover sheet, attachments, and document: [10]

992033

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

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State of Delaware

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Office of the Secretary of State

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 & MERGER OF "LAVELLE HOLDING COMPANY" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 1990. AT 9 O'CLOCK A.M.

* * * * *



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: *4151618

DATE: 11/17/1993

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/24/1990
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CERTIFICATE OF OWNERSHIP AND MERGER

In accordance with section 253 of the Delaware General Corporation Law, and section 11.30 of the Illinois Business Corporation Act, LAVELLE HOLDING COMPANY, INC., a Delaware corporation, and LAVELLE INDUSTRIES, INC., an Illinois corporation, hereby adopt the following Certificate of Ownership and Merger and the undersigned officers of Lavelle Holding Company, Inc. and Lavelle Industries, Inc. hereby certify:

ARTICLE I

Lavelle Holding Company, Inc. is a corporation organized and existing under the laws of the State of Delaware with its registered office in the State of Delaware being located at 32 Lockerman Square, Suite L-100, in the City of Dover, County of Kent, Delaware, 1990.

Lavelle Industries, Inc. is a corporation organized and existing under the laws of the State of Illinois with its registered office in the State of Illinois being located at 33 North LaSalle Street, in the City of Chicago, County of Cook, Illinois 60602.

ARTICLE II

A Plan and Agreement of Merger, in the form attached hereto as Exhibit A, has been approved, adopted, certified, executed and acknowledged by Lavelle Holding Company, Inc. and Lavelle Industries, Inc. in accordance with section 253 of the Delaware General Corporation Law and section 11.30 of the Illinois Business Corporation Act, respectively. The resolution of the Board of Directors of Lavelle Holding Company, Inc. approving the merger of Lavelle Industries, Inc. into Lavelle Holding Company, Inc., as adopted on December 4, 1990, is attached hereto as Exhibit B.

ARTICLE III

Lavelle Holding Company, Inc. shall be the surviving corporation and, pursuant to the Plan and Agreement of Merger, its name shall be changed to Lavelle Industries, Inc. on the effective date of this Certificate of Ownership and Merger.

ARTICLE IV

Except as specifically amended below, the Certificate of Incorporation of Lavelle Holding Company, Inc. shall be the Certificate of Incorporation of the surviving corporation.

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Upon the effective date of merger, Article FIRST of the Certificate of Incorporation of Lavelle Holding Company, Inc. shall read:

FIRST. The name of the corporation is Lavelle Industries, Inc.

The remaining Articles will not be amended or changed.

ARTICLE V

The Plan and Agreement of Merger has been approved by the unanimous consent of the outstanding stock of Lavelle Holding Company, Inc. entitled to the vote thereon.

ARTICLE VI

Upon the Effective Date of the Merger, the certificates representing shares of Lavelle Industries, Inc. stock now owned and held by Lavelle Holding Company, Inc. shall be cancelled and no shares of stock of Lavelle Holding Company, Inc. shall be issued in respect thereto.

IN WITNESS WHEREOF, each of the undersigned corporations has caused this Certificate of Ownership and Merger to be executed in its name by its President and Secretary this 7th day of December, 1990.

LAVELLE HOLDING COMPANY, INC.

BY Rhonda L. Sullivan, President

Attest:

Rhonda L. Sullivan, Secretary

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LAVELLE INDUSTRIES, INC.

BY Rhonda L. Sullivan
Rhonda L. Sullivan,
President

Attest:

Paul J. Sullivan
Paul J. Sullivan,
Secretary

State of Wisconsin)
) : SS
Milwaukee County)

On this 9th day of December, 1990, before me personally appeared Rhonda L. Sullivan, who, being first duly sworn, acknowledged herself to be the President and Secretary of Lavelle Holding Company, Inc., a Delaware corporation, that she as such President and Secretary being authorized so to do, executed the foregoing instrument by signing her name in the capacity as President stated for the purposes therein contained, that the instrument is the act and deed of the Corporation and that the statements contained therein are true.



Annmarie Groom
Notary Public, State of Wisconsin
My commission _____

State of Wisconsin)
) : SS
Milwaukee County)

On this 7th day of December, 1990, before me personally appeared Rhonda L. Sullivan and Paul J. Sullivan, who, being first duly sworn, acknowledged themselves to be the President and Secretary, respectively, of Lavelle Industries, Inc., an Illinois corporation, that they as such President and Secretary, respectively, being authorized so to do, executed the foregoing instrument by signing their names in the capacity therein stated for the purposes therein contained, that the instrument is the act and deed of the Corporation and that the statements contained therein are true.



Annmarie Groom
Notary Public, State of Wisconsin
My commission _____

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EXHIBIT A

PLAN AND AGREEMENT OF MERGER
BETWEENLAVELLE HOLDING COMPANY, INC.
(a Delaware corporation)

AND

LAVELLE INDUSTRIES, INC.
(an Illinois corporation)

THIS PLAN AND AGREEMENT OF MERGER is made and entered into this 4th day of December, 1990, between LAVELLE HOLDING COMPANY, INC., a Delaware corporation (the "Delaware Corporation" or "Surviving Corporation"), and LAVELLE INDUSTRIES, INC., an Illinois corporation (the "Illinois Corporation" and, together with the Delaware Corporation, collectively, the "Constituent Corporations").

RECITALS

A. The Delaware Corporation is a corporation organized and existing under the laws of the State of Delaware, its Certificate of Incorporation having been filed in the Office of the Secretary of State of the State of Delaware on July 31, 1987, its registered office being located at 32 Loockerman Square, Suite L-100, in the City of Dover, County of Kent, Delaware 19901, and the name of its registered agent being Prentice-Hall Corporation System, Inc.

B. The Illinois Corporation is a corporation organized and existing under the laws of the State of Illinois, its Articles of Incorporation having been filed in the office of the Secretary of State of the State of Illinois on the 29th day of December, 1972, its registered office being located at 33 North LaSalle Street, in the City of Chicago, County of Cook, Illinois 60602, and its registered agent being Prentice-Hall Corporation System, Inc.

C. The aggregate number of shares which the Illinois Corporation has authority to issue is 1,000 shares of \$1.00 par value Common Stock of which all 1,000 shares are now issued and outstanding and owned by the Delaware Corporation.

D. The Board of Directors of each of the Constituent Corporations deem it advisable that the Illinois Corporation be merged into the Delaware Corporation on the terms and

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conditions hereinafter set forth, in accordance with the applicable provisions of the statutes of the States of Delaware and Illinois, respectively, which permit such merger.

AGREEMENTS

In consideration of the mutual premises and of the covenants contained herein, the Delaware Corporation and the Illinois Corporation, by their respective Boards of Directors, have agreed and do hereby agree as follows:

ARTICLE I

At the "Effective Date" of the merger, as defined below, the Illinois Corporation and the Delaware Corporation shall be merged into a single corporation, in accordance with applicable provisions of the laws of the States of Illinois and Delaware, by the Illinois Corporation merging into the Delaware Corporation, which shall be the surviving corporation. The "Effective Date" of the merger shall be the close of business on December 31, 1990.

ARTICLE II

At the Effective Date of the Merger:

1. The two Constituent Corporations shall be a single corporation, with the Delaware Corporation as the surviving corporation, and the separate existence of the Illinois Corporation shall cease except to the extent provided by the laws of the State of Illinois in the case of a corporation after its merger into another corporation.
2. The Delaware Corporation shall thereupon and thereafter possess all the rights, privileges, immunities and franchises, of a public and private nature, of each of the Constituent Corporations; and all property, real, personal and mixed, and all debts due on whatever account, including subscriptions to shares, and all other choses in action, and all and every other interest of, or belonging to, or due to each of the Constituent Corporations, shall be taken and deemed to be vested in the Surviving Corporation without further act or deed; and the title to all real estate, or any interest therein, vested in either of the Constituent Corporations shall not revert or be in any way impaired by reason of the merger.
3. The Delaware Corporation shall be responsible and liable for all of the liabilities and obligations of each of the Constituent Corporations; and any claims existing or action

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or proceeding pending by or against either of the Constituent Corporations may be prosecuted to judgment as if the merger had not taken place, or the Surviving Corporation may be substituted in its place, and neither the rights of creditors nor any liens upon the property of either of the Constituent Corporations shall be impaired by the merger.

4. The aggregate amount of the net assets of the Constituent Corporations which was available for the payment of dividends immediately prior to the merger, to the extent that the value thereof is not transferred to stated capital by the issuance of shares or otherwise, shall continue to be available for the payment of dividends by the Surviving Corporation.

5. The By-Laws of the Delaware Corporation as existing and constituted immediately prior to the Effective Date of the merger shall be and constitute the By-Laws of the Surviving Corporation, subject to any appropriate amendment thereof.

6. The Board of Directors, and the members thereof, of the Delaware Corporation immediately prior to the Effective Date of the merger shall be and constitute the Board of Directors, and the members thereof, of the Surviving Corporation.

7. At the Effective Date of the merger, the officers of the Surviving Corporation shall be as follows:

Robert L. Sullivan, Jr.	Chairman
Rhonda L. Sullivan	President, Treasurer and Secretary
Paul J. Sullivan	Vice President of Sales and Marketing
Robert L. Sullivan III	Vice President of Manufacturing

ARTICLE III

1. Except as provided herein, the Certificate of Incorporation of the Delaware Corporation shall not be amended in any respect, by reason of this Plan and Agreement of Merger, and such Certificate of Incorporation shall constitute the Certificate of Incorporation of the Surviving Corporation until further amended in the manner provided by law.

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2. Effective as of the Effective Date of the merger, the Certificate of Incorporation of the Surviving Corporation shall be amended as follows:

Article FIRST of the Certificate of Incorporation is hereby amended in its entirety to be and read as follows:

FIRST. The name of the Corporation is
LAVELLE INDUSTRIES, INC.

ARTICLE IV

The manner and basis of converting the shares of each of the Constituent Corporation into shares of the Surviving Corporation is as follows: The 1,000 shares of the \$1.00 per value Common Stock of the Illinois Corporation now owned and held by the Delaware Corporation shall be cancelled and no shares of stock of the Delaware Corporation shall be issued in respect thereto.

ARTICLE V

The Delaware Corporation, as the Surviving Corporation, shall pay all expenses of carrying this Plan and Agreement of Merger into effect and accomplishing the merger herein provided for.

ARTICLE VI

If the Surviving Corporation shall consider or be advised that any further assignment or assurance in law is necessary or desirable to vest in the Surviving Corporation the title to any property or rights of the Illinois Corporation, the proper officers and directors of the Illinois Corporation shall and will execute and make all such proper assignments and assurances in law and do all things necessary or proper to vest such property or rights in the Surviving Corporation and otherwise to carry out the purposes of this Plan and Agreement of Merger.

This Plan and Agreement of Merger shall take effect at the Effective Date of the merger provided that there has been completed by such time the execution, filing and recording of such documents and the doing of such acts and things as shall be required for accomplishing the merger under the provisions of the applicable statutes of the State of Illinois and of the State of Delaware.

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Anything herein or elsewhere to the contrary notwithstanding, this Plan and Agreement of Merger may be abandoned by either of the Constituent Corporations by an appropriate resolution of its Board of Directors at any time prior to its filing.

IN WITNESS WHEREOF, the Delaware Corporation and the Illinois Corporation, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors have caused this Plan and Agreement of Merger to be executed by the President and attested by the Secretary of each party hereto, and the corporate seal, if any, affixed.

[Corporate Seal]

LAVELLE HOLDING COMPANY, INC.

BY Rhonda L. Sullivan
Rhonda L. Sullivan,
President

Attest:

Rhonda L. Sullivan
Rhonda L. Sullivan,
Secretary

[Corporate Seal]

LAVELLE INDUSTRIES, INC.

BY Rhonda L. Sullivan
Rhonda L. Sullivan,
President

Attest:

Paul J. Sullivan
Paul J. Sullivan,
Secretary