

To the Honorable Assistant Secretary
original document(s) or copy(ies) th



Trademarks: Please record the attached

102432895

1. Name of conveying party(ies):
Trine Products Corporation

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State/New York
- Other

Additional name(s) of conveying party(ies) attached?

Yes or No?

2. Name and address of receiving party(ies):
Name: Fred M. Schildwachter & Sons, Inc.

Street Address 1430 Ferris Place
Bronx, New York

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation (New York)
- Other

If assignee is not domiciled in the United States, a domestic

Representative designation is attached: Yes or No?
(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes or No?

3. Nature of conveyance:

- Assignment of Interest Merger
- Security Agreement Change of Name
- Other

Execution Date: 5/27/98

4. Application number(s) or registration number(s): Attorney Docket No.:

A. Trademark Application No.(s):
75/720,712
76/298,959
76/299,166

B. Trademark Registration No.(s) 2,540,499
1,238,082

Additional numbers attached? Yes or No?

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

Name: Greenberg Traurig, P.A., Attn: Manuel Valcarcel
Internal Address: _____
Street Address: 1221 Brickell Avenue
City: Miami, State: Florida ZIP: 33131

6. Total number of applications and registrations
involved: 5

7. Total fee (37 C.F.R. § 3.41) \$140.00

- Enclosed
- Authorized any deficiency to be charged to
deposit account

8. Deposit account Number: 50-1792

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

04/25/2003 LMUELLER 00000094 75720712

01 FC:8521 40.00 DR
02 FC:8522 100.00 DR

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.

Manuel R. Valcarcel, Esq.
Name of Person Signing

Manuel R. Valcarcel
Signature

February 5, 2003
Date

Total number of pages including cover sheet(s): 6

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information:

Commissioner and Assistant Secretary of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C.

OFFICE OF PATENT RECORDS
7:03 APR 17 PM '03
FINANCE SECTION

F 920616000406

FILED BY:

SERVICO
ALBANY, NEW YORK

CERTIFICATE OF MERGER

OF

FRED M. SCHILDWACHTER & SONS, INC.

AND

TRINE PRODUCTS CORPORATION

INTO

~~FRED M. SCHILDWACHTER & SONS, INC.~~

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

The undersigned, Daniel A. Schildwachter, Jr. and David C. Schildwachter, Sr., being the president and the secretary, respectively of Fred M. Schildwachter & Sons, Inc. and Daniel A. Schildwachter, Jr. and David C. Schildwachter, Sr., being the president and secretary, respectively of Trine Products Corporation, said corporations being domestic corporations organized and existing under and by virtue of the laws of the State of New York, and a plan of merger having been adopted by the board of directors of each of said constituent corporations, do hereby certify:

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

Fred M. Schildwachter & Sons, Inc. and
Trine Products Corporation

(2) The name of the surviving corporation is Fred M. Schildwachter & Sons, Inc.

(3) The designation and number of the outstanding shares of Fred M. Schildwachter & Sons, Inc. entitled to vote is shares of common stock with a par value of \$100.00 per share.

(4) The designation and number of the outstanding shares of Trine Products Corporation entitled to vote is 10,000 shares of common stock with a par value of \$100.00 per share.

(5) The effective date of the merger shall be the 30th day of June, 1992.

(6) The certificate of incorporation of Fred M. Schildwachter & Sons, Inc. was filed by the Secretary of State of New York on the 28th day of January, 1916, under the original name of Fred M. Schildwachter, Inc.


(7) The certificate of incorporation of Trine Products Corporation was filed by the Secretary of State on the 22nd day of April, 1986.

(8) The merger of Fred M. Schildwachter & Sons, Inc. and Trine Products Corporation was authorized in respect to Fred M. Schildwachter & Sons, Inc., a constituent corporation, by a vote of the board of directors followed by an affirmative vote of two-thirds of all outstanding shares entitled to vote thereon.


(9) The merger of Fred M. Schildwachter & Sons, Inc. and Trine Products Corporation was authorized in respect to Trine Products Corporation, a constituent corporation, by a vote of the board of directors followed by an affirmative vote of two-thirds of all outstanding shares entitled to vote thereon.

(10) The plan of merger has not been abandoned.

IN WITNESS WHEREOF, the undersigned have executed and signed this certificate this 10th day of June, 1992, and affirm that the statements made herein are true under the penalties of perjury.



DANIEL A. SCHILDWACHTER, JR., as
President of Fred M. Schildwachter
& Sons, Inc.



DAVID C. SCHILDWACHTER, SR., as
Secretary of Fred M. Schildwachter
& Sons, Inc.



FRED H. SCHILDWACHTER, III, as
President of Trine Products Corporation



DAVID C. SCHILDWACHTER, SR., as
Secretary of Trine Products Corporation

FILED BY:
SERVICO
ALBANY, NEW YORK

CERTIFICATE OF MERGER
OF

920616000406

FRED M. SCHILDWACHTER & SONS, INC.

AND

TRINE PRODUCTS CORPORATION

INTO

FRED M. SCHILDWACHTER & SONS, INC.

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

RECEIVED
JUN 12 1 04 PM '92

JAH

eff date 6/30/92

FILED BY:
SERVICO
ALBANY, NEW YORK

FILERY

Marino Chambers & Lou, P.C.
One Barker Avenue
White Plains, NY 10601

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JUN 16 1992
TAX \$
BY: JAH
Brony

920616000456

3

FILED BY:
SERVICO
ALBANY, NEW YORK

**SCHEDULE OF TRINE PRODUCTS
CORP. TRADEMARK REGISTRATIONS AND PENDING
APPLICATIONS FOR RECORDATION
OF CERTIFICATE OF MERGER OF TRINE PRODUCTS CORPORATION INTO
FRED M. SCHILDWACHTER & SONS, INC.**

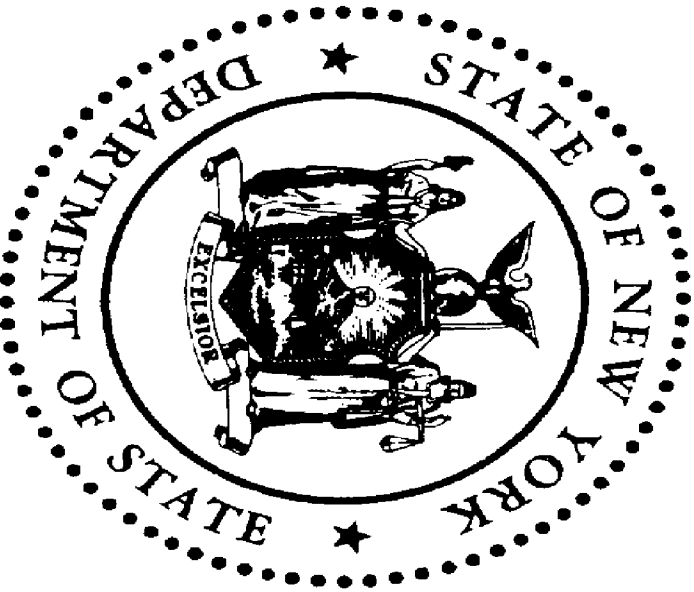
<u>Mark</u>	<u>Reg. No./Applic. Serial No.</u>
SELECTRONIC	1,238,082
WIREDLESS	75/720,712
SAY WHAT	76/298,959
EXPRESSIONS	2,540,499
SAY WHAT?!	76/299,166

\\MIA-SRV01\1444692v01

State of New York }
Department of State } SS:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **January 30, 2003**



A handwritten signature in black ink, appearing to read "R. M. AD" followed by a stylized flourish.

Secretary of State