

05-30-2003



102460961

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

5-28-03

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):  
Corex, Inc.

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

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

2. Name and address of receiving party(ies)  
Name: Tri-Mark Incorporated  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: 8585 Industry Park Drive  
City: Piqua State: OH Zip: 45356

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Ohio  
 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: 6-30-93 (Effective Date)

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

B. Trademark Registration No.(s) \_\_\_\_\_  
1,378,944; 1,378,945  
 \_\_\_\_\_

Additional number(s) attached  Yes  No

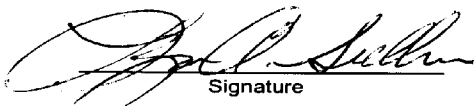
5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Lynn A. Sullivan, Esq.  
 Internal Address: Leydig, Voit & Mayer Ltd.  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: \_\_\_\_\_  
Two Prudential Plaza, Suite 4900  
 City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
12-1216

DO NOT USE THIS SPACE

9. Signature.  
Lynn A. Sullivan, Esq.            5-22-03  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 10

05/29/2003 ECDOPER 00000207 121216 1378944  
 01 FC:0521 40.00 CH  
 02 FC:0522 25.00 CH

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

HC655 0006

413958  
APPROVED

CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING COREX, INC. INTO  
TRI-MARK INCORPORATED

JAC  
6/29/93 (6) [initials]  
157  
[initials]

Corex, Inc., an Ohio corporation (the "Corporation"),  
has hereby certified:

**FIRST:** That the Corporation was incorporated and duly organized pursuant to the laws of the State of Ohio on [blank] day of [blank] 19[blank].

**SECOND:** That all outstanding shares of each class of the capital stock of the Corporation are owned by Tri-Mark Incorporated, an Ohio corporation ("Parent"); and that, pursuant to the O.R.C. Sec. 1701.60, it is unnecessary that the shareholders of the Corporation approve the merger transaction which is the subject of these resolutions.

**THIRD:** That the Corporation, by resolutions duly adopted by its board of Directors on the 15th day of June, 1993, determined to merge with and into Parent pursuant to the provisions of the General Corporation laws of the State of Ohio, effective June 30, 1993, upon the conditions set forth in such resolutions, as follows:

**RESOLVED:** that this Corporation merge with and into Parent who will assume all of the Corporation's liabilities and obligations.

**FURTHER RESOLVED:** that the President and Secretary of this Corporation be, and each of them hereby is authorized and directed to make, execute and acknowledge an Agreement of Merger setting forth the terms of the aforesaid merger in substantially the form attached hereto as Exhibit A; and that the said Agreement is hereby approved; and

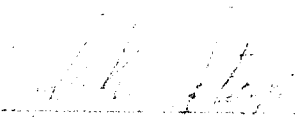
**FURTHER RESOLVED:** that the officers of this Corporation be, and each of them hereby is, authorized and directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolutions so to merge the Corporation into Parent and to provide for Parent's assumption of the Corporation's liabilities and obligations, and to file originals of the same in the office of the Secretary of State of the State of Ohio, and to do all acts and things whatsoever whether within or without the State of Ohio as may be necessary and proper to effect the aforesaid merger.

TRADEMARK

HC655 0007

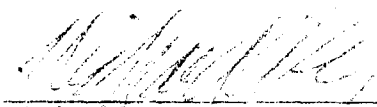
IN WITNESS WHEREOF, said Corex, Inc. has caused its corporate seal to be affixed and this certificate to be signed by Dale M. Stager, its President, and attested by Richard C. Berry, its Secretary, as of this 15th day of June, 1993.

COREX, INC.

  
\_\_\_\_\_  
Dale M. Stager  
President

ATTEST:

By:

  
\_\_\_\_\_  
Richard C. Berry  
Secretary

HC655 0008

CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING COREX, INC. INTO  
TRI-MARK INCORPORATED

Tri-Mark Incorporated, an Ohio corporation (the  
"Corporation"), does hereby certify:

**FIRST:** That the Corporation was incorporated and duly  
organized pursuant to the General Corporation Law of  
the State of Ohio.

**SECOND:** That the Corporation owns all of the  
outstanding shares of each class of the capital stock  
of Corex, Inc., an Ohio corporation, "Subsidiary" and  
that, pursuant to the O.R.C. Sec. 1701.80, it is  
unnecessary that the shareholders of the Corporation  
approve the merger transaction which is the subject of  
these resolutions.

**THIRD:** That the Corporation, by resolutions duly  
adopted by its board of Directors on the 15th day of  
June, 1993, determined to merge with and into itself  
Subsidiary pursuant to the provisions of the General  
Corporation Laws of the State of Ohio, effective June  
30, 1993, upon the conditions set forth in such  
resolutions, as follows:

**RESOLVED:** that this Corporation merge with and into  
itself Subsidiary, and assume all of Subsidiary's  
liabilities and obligations;

**FURTHER RESOLVED:** that the President and Secretary of  
this Corporation be, and each of them hereby is  
authorized and directed to make, execute and  
acknowledge an Agreement of Merger setting forth the  
terms of the aforesaid merger in substantially the form  
attached hereto as Exhibit A; and that the said  
Agreement is hereby approved; and

**FURTHER RESOLVED:** that the officers of this  
Corporation be, and each of them hereby is, authorized  
and directed to make, execute and acknowledge a  
certificate of ownership and merger setting forth a  
copy of the resolutions so to merge Subsidiary into the  
Corporation and to assume Subsidiary's liabilities and  
obligations, and to file originals of the same in the  
office of the Secretary of State of the State of Ohio,  
and to do all acts and things whatsoever whether within  
or without the State of Ohio as may be necessary and  
proper to effect the aforesaid merger.

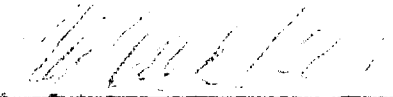
HC655 0009

IN WITNESS WHEREOF, said Tri-Mark Incorporated,  
has caused its corporate seal to be affixed and this  
certificate to be signed by Dale M. Stager, its  
President, and attested by Richard J. Berry, its  
Secretary as of this 18th day of June, 1993.

TRI-MARK INCORPORATED

  
\_\_\_\_\_  
Dale M. Stager  
President

ATTEST:

By:   
\_\_\_\_\_  
Richard J. Berry  
Secretary

AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER (this "Agreement") is made as of June 15, 1993, by and between Tri-Mark Incorporated, an Ohio corporation with business address at 8585 Industry Park Drive, Piqua, Ohio 45356 (hereinafter called "Surviving Corp"), and Corex, Inc., an Ohio corporation and wholly-owned subsidiary of Surviving Corp with principal offices at 8585 Industry Park Drive, Piqua, Ohio 45356 (hereinafter called the "Constituent Corp").

WHEREAS, the parties wish to provide for the terms and conditions upon which a merger of Constituent Corp with and into Surviving Corp (the "Merger") would be consummated; and

WHEREAS, the Boards of Directors of each of the parties have approved the Merger pursuant to the terms of this Agreement;

NOW, THEREFORE, in consideration of the foregoing premises and following mutual promises, the parties hereby agree as follows:

Article 1 -- Merger.

1.1 Subject to the terms and conditions of this Agreement, at the Effective Time (as defined herein), Constituent Corp shall be merged with and into Surviving Corp pursuant to the provisions of the General Corporation Law ("GCLs") of the State of Ohio, and the separate existence of Constituent Corp shall cease, and Surviving Corp shall continue in existence as the surviving corporation under the laws of the State of Ohio, using its corporate name and business address as first set forth above, and all property, rights and privileges of Constituent Corp of whatsoever nature and description shall, automatically and without further act or deed of any kind on the part of any person, be transferred to and vested in Surviving Corp, and all liabilities and obligations of Constituent Corp shall devolve upon and be assumed by Surviving Corp.

1.2 The Merger shall become effective as of June 30, 1993 hereinafter referred to as the "Effective Time").

Article 2 -- Capitalization of Constituent Corp.

Constituent Corp has outstanding Five Hundred Forty-nine (549) shares of \$1.00 par value common stock, all of one class. All of such shares are owned by Surviving Corp.

Article 3 -- Incorporation; Principal Offices.

Surviving Corp and Constituent Corp are both incorporated under the laws of the State of Ohio. The parties' respective principal places of business are at the addresses first set forth above. The address of the principal office of Surviving Corp after the Merger will be the same as that first given above for Surviving Corp.

## AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER (this "Agreement") is made as of June 15, 1993, by and between Tri-Mark Incorporated, an Ohio corporation with business address at 8585 Industry Park Drive, Piqua, Ohio 45356 (hereinafter called "Surviving Corp"), and Corex, Inc., an Ohio corporation and wholly-owned subsidiary of Surviving Corp with principal offices at 8585 Industry Park Drive, Piqua, Ohio 45356 (hereinafter called the "Constituent Corp").

WHEREAS, the parties wish to provide for the terms and conditions upon which a merger of Constituent Corp with and into Surviving Corp (the "Merger") would be consummated; and

WHEREAS, the Boards of Directors of each of the parties have approved the Merger pursuant to the terms of this Agreement;

NOW, THEREFORE, in consideration of the foregoing premises and following mutual promises, the parties hereby agree as follows:

Article 1 -- Merger.

1.1 Subject to the terms and conditions of this Agreement, at the Effective Time (as defined herein), Constituent Corp shall be merged with and into Surviving Corp pursuant to the provisions of the General Corporation Law ("GCLs") of the State of Ohio, and the separate existence of Constituent Corp shall cease, and Surviving Corp shall continue in existence as the surviving corporation under the laws of the State of Ohio, using its corporate name and business address as first set forth above, and all property, rights and privileges of Constituent Corp of whatsoever nature and description shall, automatically and without further act or deed of any kind on the part of any person, be transferred to and vested in Surviving Corp, and all liabilities and obligations of Constituent Corp shall devolve upon and be assumed by Surviving Corp.

1.2 The Merger shall become effective as of June 30, 1993 hereinafter referred to as the "Effective Time").

Article 2 -- Capitalization of Constituent Corp.

Constituent Corp has outstanding Five Hundred Forty-nine (549) shares of \$1.00 par value common stock, all of one class. All of such shares are owned by Surviving Corp.

Article 3 -- Incorporation: Principal Offices.

Surviving Corp and Constituent Corp are both incorporated under the laws of the State of Ohio. The parties' respective principal places of business are at the addresses first set forth above. The address of the principal office of Surviving Corp after the Merger will be the same as that first given above for Surviving Corp.

Article 4 -- Extinguishment of Shares.

At the Effective Time and as a result of the Merger of Constituent Corp into Surviving Corp, all of the outstanding shares of the capital stock of Constituent Corp shall automatically be extinguished.

Article 5 -- Waiver of Statutory Notice.

Surviving Corp, being the sole shareholder of Constituent Corp, hereby waives all rights under the laws of Ohio to receive notice of the approval of the Merger provided for in this Agreement, or a copy of this Agreement, or any certificate evidencing the foregoing.

Article 6 -- Charter and Code of Regulations; Directors and Officers; Statutory Agent.

6.1 The Amended Articles of Incorporation and Amended Code of Regulations of Surviving Corp, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation and Code of Regulations of Surviving Corp after the Merger, until thereafter amended as provided by law.

6.2 At the Effective Time, the directors and officers of Surviving Corp immediately prior to the Effective Time shall, subject to the applicable provisions of the Articles of Incorporation and Code of Regulations of Surviving Corp, be the directors and officers of Surviving Corp after the Merger, to serve until their respective successors shall be duly elected or appointed and shall duly qualify.

6.3 The name and address of the Ohio Statutory Agent of Surviving Corp after the Effective Time shall remain unchanged from those applicable immediately prior thereto, namely:

Richard C. Berry  
600 West Main Street  
Troy (Miami County), Ohio 45373

Surviving Corp agrees that it may be served with process in Ohio in any proceeding for enforcement of any obligation of Constituent Corp, as well as for enforcement of any obligation of Surviving Corp arising from the Merger and hereby irrevocably appoints the above named individual as its agent to accept service of process in any suit or other proceeding.

Article 7 -- Authorization.

This Agreement and the Merger have been duly approved and authorized by Board of Directors of each of the parties in accordance with the laws of the State of Ohio.

Article 8 -- Miscellaneous.

8.1 Headings. The captions or headings in this Agreement are for convenience only and in no way define, limit or describe the scope or intent of any of the provisions of this Agreement.



8.2 Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be an original and all of which shall constitute one and the same document.

8.3 Severability. If any provision of this Agreement is or becomes invalid, illegal or unenforceable in any jurisdiction for any reason, such invalidity, illegality or unenforceability shall not affect the remainder of this Agreement, and the remainder of this Agreement shall be construed and enforced as if such invalid, illegal or unenforceable portion were not contained herein.

8.4 Governing Law. This Agreement shall be governed by and construed under the laws of the State of Ohio.

8.5 Entire Agreement; Amendment. This Agreement contains the entire understanding of the parties with respect to the subject matter hereof. At any time prior to the Effective Time, this Agreement may be amended by an agreement in writing authorized by the respective Boards of Directors of the parties and executed in the same manner as this Agreement.

8.6 Notices. All notices or other communications required or permitted to be given under this Agreement shall be in writing and shall be deemed to have been duly given if delivered personally or mailed, certified or registered mail with postage prepaid, to the addresses above listed for the parties, or to such other address as the parties may from time to time specify, or by fax to such fax number(s) as may from time to time be provided by the parties.

IN WITNESS WHEREOF, the parties have by their duly authorized representatives affixed their signatures below, as of the date first above written.

Attest:

Tri-Mark Incorporated  
"Surviving Corp"

James J. Roberts

Dale M. Stager  
Dale M. Stager, President

Attest:

Corex, Inc.  
"Constituent Corp"

Patricia A. Sayre

Richard C. Lerry  
Richard C. Lerry, Secretary

LAW OFFICES  
LEYDIG, VOIT & MAYER, LTD.  
A PROFESSIONAL CORPORATION

JAMES B. MUSKAL  
DENNIS R. SCHLEMMER  
GORDON R. COONS  
JOHN E. ROSENOQUIST  
JOHN W. KOZAK  
CHARLES S. OSLAKOVIC\*\*  
MARK E. PHELPS  
H. MICHAEL HARTMANN  
BRUCE M. GAGALA  
CHARLES H. MOTTIER  
JOHN KILYK, JR.  
ROBERT F. GREEN  
JOHN B. CONKLIN  
JAMES D. ZALEWA  
MARK J. LISS  
JOHN M. BELZ\*  
BRETT A. HESTERBERG  
JEFFREY A. WYAND\*  
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ELEY O. THOMPSON  
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M. DANIEL HEFNER  
KENNETH P. SPINA  
ANDREW J. HEINISCH\*\*  
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CLAUDIA W. STANGLE  
KEVIN L. WINGATE\*\*  
PAUL J. FILBIN  
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JOHN L. GASE  
JEREMY C. LOWE  
JOHN T. BRETSCHER  
ELIZABETH C. DISKIN  
ROBERT T. WITTMANN  
SHANNON D. SCHEMEL\*  
ADRIAN R. CYHAN  
ANDREW M. ALUL  
ANDREA M. WILKOVICH  
J. KARL GROSS  
MARGARET M. KELTON\*\*  
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May 22, 2003

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OF COUNSEL:

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THEODORE W. ANDERSON JOHN D. FOSTER\*  
JOHN P. BUNDOCK, JR.\* NOEL I. SMITH

TECHNICAL ADVISORS

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KRISTEN J. HARRELL RICHARD P. DODSON\*  
MELISSA E. KOLOM TROY S. KLECKLEY  
CARYN C. BORG-BREEN KRISTI A. CALVERT

ALL RESIDENT IN CHICAGO OFFICE EXCEPT AS NOTED  
\*RESIDENT IN WASHINGTON OFFICE \*\*RESIDENT IN ROCKFORD OFFICE  
\*RESIDENT IN SEATTLE OFFICE

Mail Stop Assignment Recordation Services  
Director of the United States Patent and Trademark Office  
P.O. Box 1450  
Alexandria, VA 22313-1450

**Re: Recordation of Merger of Corex, Inc. into Tri-Mark Incorporated, and  
Recordation of Merger of Tri-Mark Incorporated into Hobart Brothers  
Company  
Our Ref.: 220862**

To Whom It May Concern:

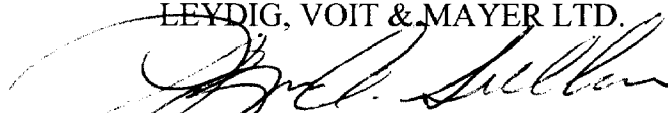
Enclosed please find the Recordation Form Cover Sheets for the above-referenced mergers, which affect the rights in U.S. Trademark Registration Nos. 1,378,944 and 1,378,945. Also enclosed are the Certificates of Merger from the Secretary of State of Ohio with the relevant merger documents.

Please record the mergers and attendant change of trademark ownership as evidenced by the enclosed documents. Specifically, please record the change of ownership of U.S. Trademark Registration Nos. 1,378,944 and 1,378,945 from Corex, Inc. to Tri-Mark Incorporated, and then subsequently from Tri-Mark Incorporated to Hobart Brothers Company.

If you have any questions, please feel free to contact us.

Sincerely,

LEYDIG, VOIT & MAYER LTD.



Lynn A. Sullivan  
Attorneys for Registrant

Enclosures

TRADEMARK  
REEL: 002743 FRAME: 0110



# The State of Ohio

Bob Taft

Secretary of State

4-3908

## Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of

of:

TRI-MARK, INCORPORATED

United States of America  
State of Ohio  
Office of the Secretary of State

Recorded on Roll H655 at Frame 0006  
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 29TH day of JUNE

A.D. 19 93



*Bob Taft*

Bob Taft  
Secretary of State