| FORM PTO-1594 | REC | 07-31-2 | 003 | SHEET | U.S. DEPARTMENT Patent and | T OF COMMERCE d Trademark Office | |
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| (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94) | | | | | | | |
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| To the Honorable Commission | ner of Pate | | | | documents or copy | | |
| Name of conveying party(les) |): FIN / | NOC 27 | 2. Name a | nd address of red Aero+Colours | ceiving party(ies) | | |
| Aero-Colours, Inc. | | INCE SECTION | | | | | |
| 7-29-1 | 5 3 | | | | · · · · · · · · · · · · · · · · · · · | | |
| ☐ Individual(s) | ☐ Associa | i i | Street A | ddress: <u>6971</u> | Washington A | venue S | |
| ☐ General Partnership | ☐ Limited | Partnership | Citv: M | linneapolis | _State:MN_ | ZIP: 55439-1508 | |
| XX Corporation-State - CA Other | | | | | _ | | |
| Additional name(s) of conveying party(| | | ip | | | | |
| 3. Nature of conveyance: | | | | | | | |
| 3. Nature of conveyance. | | • • • | ☐ Limit | ed Partnersnip_ oration-State | MN | | |
| Assignment | | Merger Change of Name | ☐ Othe |)r | | | |
| Security AgreementOther | | - | If assignee is r | ot domiciled in the Unit | ted States, a domestic re | presetative designation | |
| Execution Date: June 23, 19 | | | (Designations | must be a separate doo ne(s) & address(es) atta | cument from assignment) ached? Q Yes Q No | | |
| | | (e). | | | | | |
| 4. Application number(s) or pa | | (0). | l D Tro | demark Registra | tion No.(s) | | |
| A. Trademark Application No.(s) | | | | 1,429,534 | | | |
| | | | 1, | 429,334 | | | |
| | | | | | | , | |
| | | Additional numbers | | | | | |
| 5. Name and address of party concerning document shou | 6. Total registr | 6. Total number of applications and registrations involved: | | | | | |
| I Christoph | | | } | | | | |
| Name: J. CHISCOPI | 7. Total fee (37 CFR 3.41)\$ | | | | | | |
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| Street Address: 1800 ID: | 8. Deposit account number: | | | | | | |
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| 9. Statement and signature. To the best of my knowled | Mana manal bandi | of the foregoing inf | ormation is true | e and correct and | d any attached co | py is a true copy of | |
| To the best of my knowled the original document. | ana belik | ai, wa loragonia in | 7 , | | | -1-1- | |
| James F. Spellmire | , CEO | Mus | y thu | dim | | 7/11/03 | |
| Name of Person Sign | lan ar | 1 | Signature | مأد است مشت متما عام | cument: 5 | Date | |
| | Tota | i number of pages inclu | | attachments, and oc | CONTROLIC. | | |

NOTIFICATION OF MERGER

WHEREAS, Aero-Colours, Inc., a California corporation, registered the mark AERO COLOURS for automobile exterior painting on February 17, 1987 (Registration No. 1,429,534); and

WHEREAS, in June, 1998, Aero-Colours, Inc., a California corporation, was acquired by A-C Merger Corporation, a Minnesota corporation, and was merged into A-C Merger Corporation. A copy of the June 23, 1998 Certificate of Merger is attached; and

WHEREAS, as part of the Agreement of Merger, A-C Merger Corporation amended its Articles of Incorporation to change its name to Aero-Colours, Inc. A copy of the Agreement of Merger which was filed with the Minnesota Secretary of State's Office is attached; and

WHEREAS, Aero-Colours, Inc., a Minnesota corporation, has, by virtue of the above-described merger, become the owner of Registration No. 1,429,534.

NOW, **THEREFORE**, as a result of said merger, Aero-Colours, Inc., a Minnesota corporation, has acquired the entire right, title and interest in and to the mark AERO-COLOURS (Registration No. 1,429,534), the right to recover for past infringement of said servicemark and the goodwill of the business in connection with which servicemark is used and which is symbolized by said servicemark.

IN WITNESS WHEREOF, the undersigned has executed this Assignment effective June 23, 1998.

AERO-COLOURS, INC., A MINNESOTA CORPORATION

Dated: July <u>//</u>, 2003

James F. Spellmire

Its Chief Executive Officer

STATE OF MINNESOTA)

) ss.

COUNTY OF HENNEPIN)

DANIEL JEFF ADELSTEIN

Notary Public

Minnesota

My Commission Expires Jan. 31, 200

On this /7 day of July, 2003, before the personally appeared Jan. 31, 2006. Spellmire, the Chief Executive Officer of Aero-Colours, Inc., to me personally known as the individual who executed the foregoing Assignment and who acknowledged to me that he executed the same as a free act on behalf of Aero-Colours, Inc., for the purpose herein set forth.

Notary Public

Doc. #: 188820

TRADEMARK REEL: 002790 FRAME: 0134 10D-644

state of Minnesota



SECRETARY OF STATE

Certificate of Merger

I, Joan Anderson Growe, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

CA: AERO-COLOURS, INC.
MN: A-C MERGER CORPORATION

State of Formation and Name of Surviving Entity:

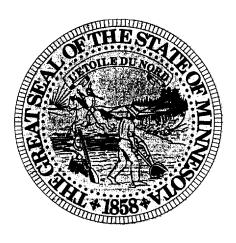
MN: A-C MERGER CORPORATION

Effective Date of Merger: June 23, 1998

Name of Surviving Entity After Effective Date of Merger:

AERO-COLOURS, INC.

This certificate has been issued on: June 23, 1998



Joan Anderson Grove
Secretary of State.

Merger of

AERO-COLOURS, INC.

with and into

A-C MERGER CORPORATION

AGREEMENT OF MERGER dated this <u>23nd</u> day of <u>June</u>, 1998, by and between AERO-COLOURS, INC., a California corporation, herein called the merging corporation, and A-C MERGER CORPORATION, a Minnesota corporation, herein called the surviving corporation.

WITNESSETH that:

WHEREAS, the parties to this Agreement, in consideration of the mutual agreements of each corporation as set forth hereinafter, deem it advisable and generally for the welfare of said corporations, that the merging corporation merge into the surviving corporation under and pursuant to the terms and conditions hereinafter set forth;

NOW THEREFORE, the corporations parties to this Agreement, by and between their respective boards of directors, in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby agree upon and prescribe the terms and conditions of said merger, the mode of carrying them into effect and the manner and basis of converting the shares of the constituent corporations into the shares of the surviving corporation as follows:

FIRST: The merging corporation shall be merged into the surviving corporation.

SECOND: The Articles of Incorporation of the surviving corporation are hereby amended by virtue of the merger provided by this Agreement as follows:

The name of the surviving corporation is "Aero-Colours, Inc.".

THIRD: The terms and conditions of the merger are as follows:

The directors and officers of the surviving corporation on the effective date of this merger shall continue to be the directors and officers of the surviving corporation.

The by-laws of the surviving corporation shall be the by-laws of the merging corporation which are in effect on the effective date of this merger.

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Upon the merger becoming effective, the separate existence of the merging corporation shall cease and all the property, rights, privileges, franchises, patents, trade-marks, licenses, registrations and other assets of every kind and description of the merged corporation shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged corporation, shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged corporation respectively. The merged corporation hereby agrees, from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers and directors of the merged corporation and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporation or otherwise to take any and all such action.

All rights of creditors and all liens upon the property of either of said corporations shall be preserved unimpaired, and all debts, liabilities and duties of the merged corporation shall thenceforth attach to the surviving corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it.

FOURTH: Each share of Common Stock of the merging corporation outstanding immediately prior to the effective date of this merger shall, by virtue of this merger and without any action on the part of the holder thereof, be converted into one (1) share of Common Stock of the surviving corporation and each holder of a stock certificate representing shares of Common Stock of the merging corporation outstanding immediately prior to the effective date of this merger, upon surrender of such certificate to the surviving corporation at or after the effective date of this merger, shall be entitled to receive a stock certificate representing the same number of shares of Common Stock of the surviving corporation and until so surrendered, each such stock certificate representing Common Stock of the merging corporation shall, by virtue of this merger, be deemed for all purposes to evidence ownership of the same number of shares of Common Stock of the surviving corporation.

FIFTH: This Agreement of Merger shall become effective upon filing of the Articles of Merger with the Minnesota Secretary of State.

-2-



IN WITNESS WHEREOF, the parties hereto have caused this Agreement of Merger to be executed by their respective officers thereunto duly authorized on this 22nd day of June___, 1998.

AERO-COLOURS, INC.

then hemlan Spellmire Kathleen Trembath Spellmire

President - Company Operations

James F. Spellmire

Secretary

A-C MERGER CORPORATION

Cathler fremback Spellming Kathleen Trembath Spellmire

President - Company Operations

James F. Spellmire

Secretary

M1:0376133.01

STATE OF MINNESOTA DEPARTMENT OF STATE **FILED**

Joan Conderson Shower
Secretary of State



TRADEMARK REEL: 002790 FRAME: 0138