

10-17-2003



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

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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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): **10/15-03**  
Milwaukee Protective Covers, Inc.  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State - Wisconsin  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: A & A Manufacturing Co., Inc.  
Internal  
Address: \_\_\_\_\_  
Street Address: 2300 South Calhoun Road  
City: New Berlin State: WI Zip: 53151  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Wisconsin  
 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: 9/29/2003

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

B. Trademark Registration No.(s) 1,884,199 1,817,350  
1,831,057 1,679,174 1,821,965 2,398,273 2,398,272  
Additional number(s) attached  Yes  No 2,327,618 2,421,700 2,103,362

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Brian G. Gilpin; Godfrey & Kahn, S.C.  
Internal Address: \_\_\_\_\_  
**Refund Ref: 10/16/2003 ECOOPER 0000131511**

6. Total number of applications and registrations involved: ..... **10**  
7. Total fee (37 CFR 3.41).....\$ 400.00  
 Enclosed  
 Authorized to be charged to deposit account

**CHECK Refund Total: \$135.00**  
Street Address: 780 N. Water Street  
City: Milwaukee State: WI Zip: 53202

8. Deposit account number:  
07-1509  
**OPR/FINANCE OCT 15 AM 8:23**

DO NOT USE THIS SPACE

9. Signature.  
  
Brian G. Gilpin  
Name of Person Signing

Signature

Oct. 9, 2003  
Date

**8**  
Total number of pages including cover sheet, attachments, and document:

**10/16/2003 ECOOPER 00000134 1884199**

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

**01 FC:8521 40.00 OP**  
**02 FC:8522 225.00 OP**

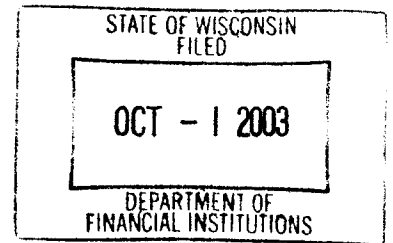
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SEP 30 2003

WISCONSIN  
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ARTICLES OF MERGER  
OF  
MILWAUKEE PROTECTIVE COVERS, INC.  
WITH AND INTO  
A & A MANUFACTURING CO., INC.



The undersigned officer of A & A Manufacturing Co., Inc., a corporation organized under the laws of the State of Wisconsin, pursuant to Sections 180.1104 and 180.1105 of the Wisconsin Statutes, hereby certifies as follows:

1. The Plan of Merger by and between Milwaukee Protective Covers, Inc., a Wisconsin corporation, and A & A Manufacturing Co., Inc., a Wisconsin corporation, is attached hereto as Exhibit A and made a part hereof.
2. All of the outstanding shares of Milwaukee Protective Covers, Inc. consisting of 100 shares of Class A Common Stock having one cent (\$.01) par value and 900 shares of Class B Common Stock having one cent (\$.01) par value are owned by A & A Manufacturing Co., Inc.
3. No copy of the Plan of Merger and notice required by Section 180.1104(3) was mailed to shareholders of Milwaukee Protective Covers, Inc. other than A & A Manufacturing Co., Inc., there being no such other shareholders.
4. Said Plan of Merger was adopted and approved by the sole Director of Milwaukee Protective Covers, Inc. as of September 16, 2003 in accordance with Section 180.1103 of the Wisconsin Statutes.
5. All provisions of the laws of the State of Wisconsin applicable to the proposed merger have been complied with.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Merger to be executed on this 29<sup>th</sup> day of September, 2003.

A & A MANUFACTURING CO, INC.

By: 

James D. O'Rourke, President

This instrument was drafted by:

Neena M. Patil  
Godfrey & Kahn, S.C.  
780 North Water Street  
Milwaukee, WI 53202

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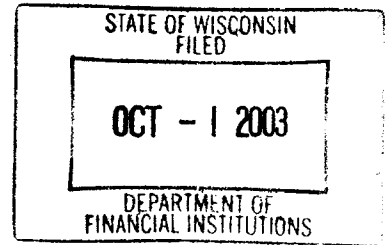
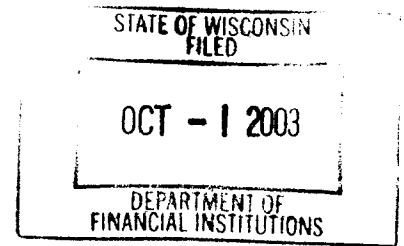


EXHIBIT A  
PLAN OF MERGER



1. The names of the corporations proposing to merge are A & A Manufacturing Co., Inc., a Wisconsin corporation, hereinafter referred to as "A&A" or the "Surviving Corporation" and Milwaukee Protective Covers, Inc., a Wisconsin corporation, hereinafter referred to as "MPC".

2. MPC shall merge with and into A&A and the Surviving Corporation shall exist by virtue and under the laws of the State of Wisconsin. The corporate identity, existence, purpose, powers, franchises, rights and immunities of A&A shall continue unaffected and unimpaired by the merger, and the corporate identity, existence, purpose, powers, franchises, rights and immunities of MPC shall be merged with and into the Surviving Corporation, and the Surviving Corporation shall be fully vested therewith. The separate existence of MPC, except insofar as it may be continued by reason of the Wisconsin Statutes, shall cease upon this Plan of Merger becoming effective and thereupon MPC and the Surviving Corporation shall become a single corporation.

3. The Articles of Incorporation of A&A on the Effective Date (as hereinafter defined) of the merger shall be and remain the Articles of Incorporation of the Surviving Corporation.

4. On the Effective Date of the merger, all of the issued and outstanding common stock of MPC shall be deemed to be cancelled without further consideration. No shares of stock or other consideration of the Surviving Corporation shall be issued in connection with this merger.

5. The By-Laws of A&A as they exist on the Effective Date of the merger shall be and remain the By-Laws of the Surviving Corporation until altered, amended or repealed as provided therein.

6. The Board of Directors of A&A prior to the merger shall, upon the Effective Date of the merger, be and remain the Board of Directors of the Surviving Corporation, and they shall hold office until the next annual meeting of the Shareholders of the Surviving Corporation and/or until their successors are duly elected and qualified.

7. The officers of A&A prior to the date of merger shall, upon the Effective Date of the merger, be and remain the officers of the Surviving Corporation, and they shall hold office until their respective successors are duly elected and qualified.

8. The first annual meeting of the Shareholders of the Surviving Corporation held after the Effective Date of the merger shall be the annual meeting provided by the By-Laws of A&A. The first regular meeting of the Board of Directors of the Surviving Corporation held after the Effective Date of the merger shall be convened in a manner provided in the By-Laws of A&A and may be held at the time and place specified in the notice of meeting.

9. This Plan of Merger shall become effective at 12:01 a.m. on October 1, 2003, herein sometimes referred to as the "Effective Date." On such Effective Date, the separate existence of MPC shall cease and it shall be merged with and into A&A in accordance with the provisions of this Plan of Merger.

12. On the Effective Date, the Surviving Corporation shall, without other transfer, succeed to and have all the rights, privileges, immunities and franchises and Surviving Corporation shall be subject to all the restrictions, disabilities and duties of MPC, and all property, real, personal and mixed, and all debts due to MPC on whatever account, including stock subscriptions to shares as well as other choices in actions shall be vested in the Surviving Corporation; and all property, rights, privileges, powers, franchises and each and every other

interests shall be thereafter as effectively the property of the Surviving Corporation as they were of MPC.

13. This merger shall constitute a complete liquidation under Section 332 of the Internal Revenue Code of 1986, as amended, and corresponding provisions of the Wisconsin Statutes.

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CERTIFICATE

I, Lawrence M. Kean, Secretary of A & A Manufacturing Co., Inc., a corporation duly organized and existing under the laws of the State of Wisconsin (the "Corporation"), do hereby certify that the attached document is a true, correct and exact copy of the Plan of Merger of Milwaukee Protective Covers, Inc. with and into the Corporation, adopted by the Board of Directors of the Corporation, on July 25, 2003.

I further certify that I have compared the attached copy with the original and the same is a true, correct and exact copy thereof, and the whole thereof.

IN WITNESS WHEREOF, I have hereunto set my hand this 19th day of September, 2003.

A & A MANUFACTURING CO., INC.

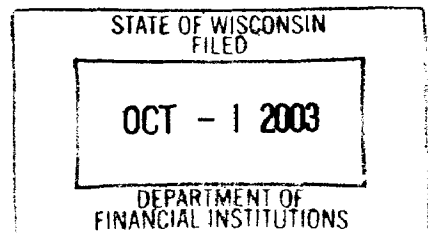
By: *Lawrence M. Kean*  
Lawrence M. Kean, Secretary

STATE OF WISCONSIN    )  
                                  ) SS  
COUNTY OF MILWAUKEE)



Personally appeared before me this 19th day of September, 2003, the above-named Lawrence M. Kean, to me known to be the Secretary of A & A Manufacturing Co, Inc., and the person who executed the foregoing instrument and acknowledged the same.

*Beed E. Sarnecki*  
Notary Public, State of Wisconsin  
My Commission: 6/15/07

MW738483\_2.DOC



Milwaukee Protective Covers, Inc. Trademarks

MARK	REG. NO.	STATUS	REG. DATE
	1,884,199	Registered	3/14/1995
ARMORTREK	1,817,350	Registered	01/18/1994
ARMOR-PLATE	1,831,057	Registered	04/19/1994
	1,679,174	Registered	03/17/1992
THERMIC-WELD	1,821,965	Registered	02/15/1994
THERMIC-SEAL	2,398,273	Registered	10/24/2000
THERMIC-FLEX	2,398,272	Registered	10/24/2000
BETTER PRODUCTS THROUGH INNOVATION	2,327,618	Registered	03/14/2000
SURE-SPRING	2,421,700	Registered	01/16/2001
ATD ACTUATOR	2,103,362	Registered	10/07/1997