

12-16-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): 12.12.03
Flo-Pac Corporation, a Minnesota corporation
Pacific Coast Brush Company, a California corp.

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 6/25/2003

2. Name and address of receiving party(ies)

Name: Carlisle FoodService Products, Incorporated

Internal

Address: _____

Street Address: 4711 East Hefner Road

City: Oklahoma City State: OK Zip: 73131

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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

4. Application number(s) or registration number(s):

A. Trademark Application No. (s) 78/203,678

B. Trademark Registration No. (s) 1,803,764

Additional number(s) attached Yes No

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

Name: Anthony L. Rahhal

Internal Address: McAfee & Taft

Tenth Floor, Two Leadership Square

Street Address: 211 North Robinson

City: Oklahoma City State: OK Zip: 73102

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 (any deficiency in enclosed fees)

8. Deposit account number:

50-0449

2003 DEC 12 AM 7:11
OPR/FINANCE

DO NOT USE THIS SPACE

9. Signature.

12/15/2003 BYRNE 00000332 78203678

01 FC:8521
02 FC:8522

Anthony L. Rahhal 40.00 OP
25.00 OP
Name of Person Signing

Signature

December 9, 2003
Date

Total number of pages including cover sheet, attachments, and document: 6

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

TRADEMARK
REEL: 002879 FRAME: 0612

Continuation of Information in Item 1

1. Continuation of names of conveying parties:

South Eastern Brush Company, Inc., a Georgia corporation

Twenty-Thirty East Seventh Street Corp., a California corporation

Delaware

PAGE 1
ENDORSED - FILED
In the office of the Secretary of State
of the State of California

The First State

JUN 30 2003

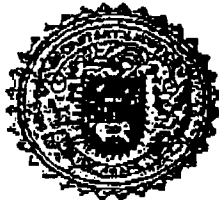
KEVIN SHELLEY
Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FLO-PAC CORPORATION", A MINNESOTA CORPORATION,
"PACIFIC COAST BRUSH COMPANY", A CALIFORNIA CORPORATION,
"SOUTH EASTERN BRUSH COMPANY, INC.", A GEORGIA CORPORATION,
"TWENTY-THIRTY EAST SEVENTH STREET CORP.", A CALIFORNIA CORPORATION,

WITH AND INTO "CARLISLE FOODSERVICE PRODUCTS, INCORPORATED" UNDER THE NAME OF "CARLISLE FOODSERVICE PRODUCTS, INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2003, AT 1:11 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2003.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2501489

DATE: 06-27-03

Secretary of State
Division of Corporations
Delivered 01:25 PM 06/27/2003
FILED 01:11 PM 06/27/2003
SRV 030424931 - 2018606 FILE

CERTIFICATE OF MERGER**OF****TWENTY-THIRTY EAST SEVENTH STREET CORP.,****PACIFIC COAST BRUSH COMPANY,****SOUTH EASTERN BRUSH COMPANY, INC.,****FLO-PAC CORPORATION****AND****CARLISLE FOODSERVICE PRODUCTS, INCORPORATED**

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Twenty-Thirty East Seventh Street Corp., a California corporation ("Twenty-Thirty"), Pacific Coast Brush Company, a California corporation ("Pacific"), South Eastern Brush Company, Inc., a Georgia corporation ("South Eastern") and Flo-Pac Corporation, a Minnesota corporation ("Flo-Pac"). Twenty-Thirty is a wholly-owned subsidiary of Pacific. Pacific and South Eastern are wholly-owned subsidiaries of Flo-Pac. Flo-Pac is a wholly-owned subsidiary of Carlisle FoodService Products, Incorporated (Twenty-Thirty, Pacific, South Eastern and Flo-Pac are collectively referred to herein as the "disappearing corporations").

(ii) Carlisle FoodService Products, Incorporated, which is incorporated under the laws of the State of Delaware.

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by each of the disappearing corporations in accordance with the laws of the State of its incorporation and by Carlisle FoodService Products, Incorporated in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Carlisle FoodService Products, Incorporated, which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of Carlisle FoodService Products, Incorporated, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

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5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

c/o Carlisle Companies Incorporated
250 South Clinton Street, Suite 201
Syracuse, New York 13202

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of (i) Twenty-Thirty consists of 20,000 shares \$10.00 par value, (ii) Pacific consists of 750 shares no par value, (iii) South Eastern consists of 10,000 shares \$10.00 par value and (iv) Flo-Pac consists of 225,000 shares \$10.00 par value.

8. The Agreement of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective on June 30, 2003.

Dated: June 25, 2003

TWENTY-THIRTY EAST SEVENTH STREET
CORP.

By: Steven J. Ford
Steven J. Ford, Secretary

PACIFIC COAST BRUSH COMPANY

By: Steven J. Ford
Steven J. Ford, Secretary

SOUTH EASTERN BRUSH COMPANY, INC.

By: Steven J. Ford
Steven J. Ford, Secretary

FLO-PAC CORPORATION

By: Steven J. Ford
Steven J. Ford, Secretary

CARLISLE FOODSERVICE PRODUCTS,
INCORPORATED

By *Steven J. Ford*
Steven J. Ford, Secretary

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