

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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): Atwood RV Products, Inc., Thompson I.G. Corp., and Hydro Flame Corporation
[ ] Individual(s) [ ] Association
[ ] General Partnership [ ] Limited Partnership
[X] Corporation-State
[ ] Other
Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies)
Name: Atwood RV Products, Inc.
Internal
Address:
Street Address: 4750 Hiawatha Drive
City: Rockford State: IL Zip: 61103
[ ] Individual(s) citizenship
[ ] Association
[ ] General Partnership
[ ] Limited Partnership
[X] Corporation-State
[ ] 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 [X] No

3. Nature of conveyance:
[ ] Assignment [X] Merger
[ ] Security Agreement [ ] Change of Name
[ ] Other
Execution Date: 12/16/1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
Additional number(s) attached [ ] Yes [X] No

B. Trademark Registration No.(s) 774,436

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: John P. Iwanicki
Internal Address:
Street Address: Banner & Witcoff, Ltd.
28 State Street, 28th Floor
City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
[ ] Enclosed
[X] Authorized to be charged to deposit account
8. Deposit account number: 19-0733

DO NOT USE THIS SPACE

9. Signature.
John P. Iwanicki
Name of Person Signing
Signature
Date 8-3-04

Total number of pages including cover sheet, attachments, and document: 4

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

CH \$40.00 190733 0774436

Form **BCA-11.25**

ARTICLES OF MERGER  
CONSOLIDATION OR EXCHANGE

File # 6080-419-2

(Rev. Jan. 1999)

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961  
http://www.sos.state.il.us

**DO NOT SEND CASH!**  
Remit payment in check or money order, payable to "Secretary of State."  
Filing Fee is \$100, but if merger or consolidation involves more than 2 corporations, \$50 for each additional corporation.

**FILED**

DEC 23 1999


JESSE WHITE  
SECRETARY OF STATE

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date 12/23/99

Filing Fee \$ 150.00

Approved: 

1. Names of the corporations proposing to ~~consolidate~~ <sup>merge</sup> ~~exchange~~ and the state or country of their incorporation:

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>Atwood RV Products, Inc.</u>	<u>Illinois</u>	<u>6080-419-2</u>
<u>Thompson I.G. Corp.</u>	<u>Michigan</u>	<u>NQ</u>
<u>Hydro Flame Corporation</u>	<u>Utah</u>	<u>NQ</u>

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the ~~surviving~~ <sup>surviving</sup> corporation: Atwood RV Products, Inc.

(b) it shall be governed by the laws of Illinois

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of ~~merger~~ <sup>merger</sup> is as follows: See Exhibit A attached.

**EXPEDITED**  
DEC 23 1999  
SECRETARY OF STATE

5. Plan of ~~consolidation~~ <sup>merger</sup> was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

Atwood RV Products, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.) N/A

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries)

The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was \_\_\_\_\_ (Month & Day), \_\_\_\_\_ (Year)

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received?  Yes  No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated December 16, 1999  
(Month & Day) (Year)

Atwood RV Products, Inc.  
(Exact Name of Corporation)

attested by [Signature]  
(Signature of Secretary or Assistant Secretary)

by [Signature]  
(Signature of President or Vice President)

J. Bryan Williams, Secretary  
(Type or Print Name and Title)

David R. Bovee, President  
(Type or Print Name and Title)

Dated December 16, 1999  
(Month & Day) (Year)

Thompson I.G. Corp.  
(Exact Name of Corporation)

attested by [Signature]  
(Signature of Secretary or Assistant Secretary)

by [Signature]  
(Signature of President or Vice President)

John A. Krsul, Jr., Secretary  
(Type or Print Name and Title)

David R. Bovee, President  
(Type or Print Name and Title)

Dated December 16, 1999  
(Month & Day) (Year)

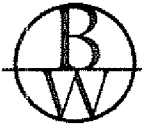
Hydro Flame Corporation  
(Exact Name of Corporation)

attested by [Signature]  
(Signature of Secretary or Assistant Secretary)

by [Signature]  
(Signature of President or Vice President)

John A. Krsul, Jr., Secretary  
(Type or Print Name and Title)

David R. Bovee, President  
(Type or Print Name and Title)



BANNER & WITCOFF, LTD.  
INTELLECTUAL PROPERTY LAW

28 STATE STREET, 28<sup>TH</sup> FLOOR  
BOSTON, MA 02109

TEL: (617) 720-9600  
FAX: (617) 720-9601  
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FACSIMILE TRANSMITTAL SHEET

<b>TO:</b> Assignment Division, Mail Stop Assignments	<b>FROM:</b> John P. Iwanicki
<b>COMPANY:</b> U.S. Patent and Trademark Office	<b>DATE:</b> August 3, 2004
<b>FAX NO.:</b> (703) 306-5995	<b>TOTAL NO. OF PAGES:</b> (including cover sheet) 5
<b>YOUR REFERENCE NO.:</b>	<b>OUR REFERENCE (C/M) NO.:</b> 11361-78026
<b>RE: Submission of Recordation of Merger to Atwood RV Products, Inc.</b>	

If you do not receive all page(s) or have any problems receiving this transmission, please call:

<b>NAME:</b> Sender	<b>PHONE:</b> (617) 720-9600
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COMMENTS:

Please see attached documents which are being resubmitted in the above-referenced matter.

Kindly acknowledge receipt of this transmission by return facsimile or e-mail.

I hereby certify that this correspondence is being submitted by facsimile addressed to: fax no. (703) 306-5995, U.S. Patent and Trademark Office, Assignment Division, Mail Stop Assignments, P.O. Box 1450, Alexandria, VA 22313-1450, on

August 3, 2004  
 \_\_\_\_\_  
 Date  
  
 \_\_\_\_\_  
 Laurie Hall

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RECORDED: 08/03/2004

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