

03-18-2004

FORM PTO-1594 (modified
1-31-92)

102697661

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark OfficeFORM COVER SHEET
MARKS ONLY

To the Honorable Commissioner of Patents and Trademarks

and the attached original documents or copy thereof.

1. Name of conveying party(ies):

Professional Towel Mills, Inc.

☐ Individual ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State of South Carolina
☐ Other

Additional name(s) of conveying party(ies) attached: ☐ Yes ☒ No

3. Nature of Conveyance:

☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: December 18, 2000

2. Name and address of receiving party(ies):

Name: McArthur Towels, Inc.

Internal Address: 700 Moore Street

Street Address: 700 Moore Street

City Baraboo State: WI Zip: 53913☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State of Wisconsin☐ OtherIf assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ NoAdditional name(s) & address(es) attached? ☐ Yes ☒ No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,830,941; 1,831,384; 1,807,609; 2,124,521

Additional numbers attached? ☐ Yes ☒ No

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

Name: Thomas A. Polcyn

Internal Address: Thompson Coburn LLP
One US Bank Plaza

St. Louis, Missouri 63101

Street Address: One US Bank Plaza

City: St. Louis State: MO ZIP: 63101

6.

Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41)..... \$ 115.00

☐ Enclosed☒ Authorized to be charged to deposit account (if amount is insufficient)

8. Deposit account number:

20-0823

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and Signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Thomas A. Polcyn

Name of person signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 7

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required

03/17/2004 LMJELLER 00000136 200823 1830941

01 FC:8521 40.00 DA
02 FC:8522 75.00 DA

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03-08-2004

U.S. Patent & TMO/TM Mail Rpt Dt. #39

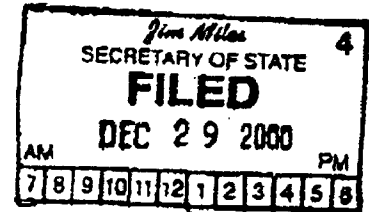
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CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

DEC 29 2000

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF MERGER
OR SHARE EXCHANGE



SECRETARY OF STATE OF SOUTH CAROLINA
FOR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-11-105 of the 1976 South Carolina Code of Laws, as amended, the undersigned as the surviving corporation in a merger or the acquiring corporation in a share exchange, as the case may be, hereby submits the following information:

1. The name of the surviving or acquiring corporation is McArthur Towels, Inc.
(a Wisconsin corporation)
2. Attached hereto and made a part hereof is a copy of the Plan of Merger or Share Exchange (see Sections 33-11-101 (merger) 33-11-102 (share exchange), 33-11-104 (merger of subsidiary into parent) 33-11-107 (merger or share exchange with a foreign corporation), and 33-11-108 (merger of a parent corporation into one of its subsidiaries) of the 1976 South Carolina Code of Laws, as amended).
3. Complete the following information to the extent it is relevant with respect to each corporation which is a party to the transaction:
 - (a) Name of the corporation McArthur Towels, Inc.
Complete either (1) or (2), whichever is applicable:
 - (1) ☐ Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(n), 33-11-104 (a), and 33-11-108(a) of the 1976 South Carolina Code of Laws, as amended).
 - (2) ☐ The Plan of Merger or Share Exchange was duly approved by shareholders of the corporation as follows:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of Votes Represented at the meeting	Number of Undisputed* Shares For or Against
Common Stock	1,000	1,000	1,000	1,000 0

*NOTE: Pursuant to Section 33-11-105(a)(3)(n) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

- (b) Name of the corporation: Professional Towel Mills, Inc.
Complete either (1) or (2), whichever is applicable: (a South Carolina corporation)
 - (1) ☐ Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(n), 33-11-104(a), and 33-11-108 (a)).
 - (2) ☐ The plan of Merger or Share Exchange was duly approved by shareholders of the corporation as follows:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of Votes Represented at the meeting	Number of Undisputed* Shares For or Against
Class A Common	100	100	100	100 0
Class B Common	13	13	13	13 0

*NOTE: Pursuant to Section 33-11-105 (a)(3)(n) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

McArthur Towels, Inc.

Name of Corporation

4. Unless a delayed date is specified, the effective date of this document shall be the date it is accepted for filing by the Secretary of State (See Section 33-1-230(b) of the 1976 South Carolina Code of Laws): December 31, 2000

Date December 18, 2000

McArthur Towels, Inc.

Name of the Surviving or Acquiring Corporation

Ann Eckerle Vice President

Signature and Title

Ann Eckerle, Vice President

Type or Print Name and Office

FILING INSTRUCTIONS

1. Two copies of this form, the original and either a duplicate original or a certified copy, must be filed.
2. Filing fee (payable to the Secretary of State at the time of filing of this document)

Filing Fee	\$ 10.00
Filing Tax	\$ 100.00
Total	\$ 110.00
3. TWO COPIES OF THE PLAN OF MERGER OR SHARE EXCHANGE MUST BE FILED WITH THIS FORM AS AN ATTACHMENT.

Return to: Secretary of State
PO Box 11350
Columbia SC 29211

Continuation of DOCUMENT OF MERGER OR SHARE EXCHANGE

Form Revised by South Carolina
Secretary of State, January 1999

SCS-1 - 5/2000 CT 1, 4mm 02/00

PLAN OF MERGER
OF
PROFESSIONAL TOWEL MILLS, INC.,
MERGING INTO
McARTHUR TOWELS, INC.,

This Plan and Agreement of Merger is entered into between Professional Towel Mills, Inc., a South Carolina Corporation ("Disappearing Corporation") and McArthur Towels, Inc., a Wisconsin corporation ("Surviving Corporation").

1. Disappearing Corporation shall be merged into Surviving Corporation.
2. The outstanding shares of Disappearing Corporation shall be canceled and no shares of Surviving corporation shall be issued in exchange therefor.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Disappearing Corporation shall, from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such actions necessary or desirable to carry out the merger contemplated by this instrument.
5. Upon such merger, the articles of incorporation of Surviving Corporation are amended in the following respect: Article 1 of the Articles of Incorporation is amended to read: "The name of the corporation shall be McArthur Professional, Incorporated."
6. The effect of the merger and the effective date of the merger are as prescribed by law.
7. Surviving Corporation does hereby appoint the South Carolina Secretary of State as its agent for service of process in any proceeding to enforce any obligation of Disappearing Corporation arising from the merger herein provided for.

DATED: December 18, 2000

McArthur Towels, Inc.
a Wisconsin corporation
"Surviving Corporation"

By: 

Annette Eckerle, Vice President

Professional Towel Mills, Inc.
a South Carolina corporation
"Disappearing Corporation"

By: 

Annette Eckerle, Vice President

Sec. 180.1101,
180.1105 & 180.1107,
Wis. Stats.

State of Wisconsin
Department of Financial Institutions

ARTICLES OF MERGER - DOMESTIC AND FOREIGN FOR-PROFIT CORPORATIONS

A. Name and state of incorporation of the merging (non-surviving) corporation(s):

Name: Professional Towel Mills, Inc.	State of Incorporation: South Carolina
Name:	State of Incorporation:

B. Name (prior to any amendment in the Plan of Merger to change name) and state of incorporation of the surviving corporation:

Name: McArthur Towels, Inc.	State of Incorporation: Wisconsin
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C. The adopted Plan of Merger (the "Plan") is attached as Exhibit A.

D. The Plan was approved by each foreign corporation that is a party to the merger in accordance with the laws of the state under which it was incorporated, and by each domestic corporation that is a party to the merger in accordance with (select and (X) mark one of the following)

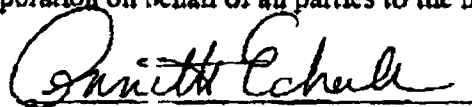
(XX) Sec. 180.1103, Wis. Stats. OR () Sec. 180.1104, Wis. Stats.

E. (OPTIONAL) These articles of merger, when filed, shall be effective (*See instructions. Select, complete and (X) mark one of the following*)

() At the time and date set by sec. 180.0123(1), Wis. Stats. OR (X) as of December 31, 2000
(date)

F. Executed on 12/18/00 (date) by the surviving corporation on behalf of all parties to the merger.

Title: () President () Secretary
or other officer title Vice President


(Signature)

Annette Eckerle

(Printed Name)

This document was drafted by Not drafted in Wisconsin
(Name the individual who drafted the document)

DFI/CORP/61(R9/00) Use of this form is voluntary.

WISCONSIN - 3105572193

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STATE OF WISCONSIN

Exhibit A - PLAN OF MERGER

I. Name and state of incorporation of the merging (non-surviving) corporation(s):

Name: Professional Towel Mills, Inc.	State of Incorporation: South Carolina
Name:	State of Incorporation:

II. Name (prior to any amendment in the Plan of Merger to change the name) and state of incorporation of the surviving corporation:

Name: McArthur Towels, Inc.	State of Incorporation: Wisconsin
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III. State the terms and conditions of the merger:

Professional Towel Mills, Inc. ("Non-surviving Corporation") shall be merged into McArthur Towels, Inc. ("Surviving Corporation"). The articles of incorporation of Surviving Corporation shall be the operative articles of incorporation for the merged entity, except for the name change indicated in Item V below.

IV. State the manner and basis of converting the shares of each non surviving corporation:

(A) into shares, obligations or other securities of the surviving (or any other) corporation; or

(B) into cash or other property, in whole or part:

Outstanding shares of Professional Towel Mills, Inc. shall be canceled without consideration and no shares of McArthur Towels, Inc. shall be issued in exchange for them. The outstanding shares of McArthur Towels, Inc. shall remain outstanding and are not affected by the merger.

V. State any amendments to the surviving domestic corporation's articles of incorporation (see items B

and C of the instructions): The name of the surviving domestic corporation shall be changed to McArthur Professional, Incorporated.

VI. State any other provisions:

INSTRUCTIONS (Ref. sec. 180.1101, 1105 and 180.1107, Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a **FILING FEE** of \$50.00 or more, payable to the department. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). This document can be made available in alternate formats upon request to qualifying individuals with disabilities. The original must include an original manual signature, per sec. 180.0120(3)(c), Wis. Stats. Upon filing, the information in this document becomes public and might be used for purposes other than that for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TDY.

DFI/CORP/61(R9/00)

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**ARTICLES OF MERGER – Domestic and
Foreign, For-Profit Corporations**

+

+

> Your name, return address and phone number during the day: () _____ - _____

INSTRUCTIONS (Continued)

- A. Enter the name and state of incorporation of the merging (non-surviving) corporations in item A.
- B. Enter the name and state of incorporation of the surviving corporation in item B. If the Plan of Merger includes an amendment changing the name of the survivor, state the name prior to giving effect to the amendment.
- C. **PLAN OF MERGER:** Supply the Plan of Merger as Exhibit A to the articles of merger. The plan of merger must contain all the information asked for in items I thru IV. If the plan includes an amendment to the articles of incorporation of the surviving domestic corporation's, enter the amendment in item V.
- D. In item D, indicate the statutory provision under which the Plan of Merger was approved with respect to the domestic corporation. Sec. 180.1103 generally requires that a merger be approved by the (voting) shareholders and directors of each domestic corporation that is a party to the merger. Sec. 180.1104 refers to parent-subsidiary mergers. Review, select and mark (X) the applicable statutory reference.
- E. The effective date of the merger will be set by the provisions of sec. 180.0123(1), Wis. Stats., unless the articles declare a delayed effective date. Such delayed effective date must be within 90 days after the date the articles are received by the department for filing. There is no provision for declaring an effective date earlier than the date the articles of merger are received by the department for filing.
- F. Enter the date of execution and the name and title of the person signing the document. The document must be signed by one of the following: An officer of the corporation (or incorporator if directors have not been elected), or a court-appointed receiver, trustee or fiduciary. A director is not empowered to sign.
- If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.

FILING FEE - Fee is \$50.00 for each domestic and licensed foreign corporation that is a party to the merger. If the articles of merger include an amendment to increase the authorized shares of the surviving domestic corporation, an additional fee may be due. Add one cent for each share the survivor will have authorized after the merger, less a credit at the same rate for each share presently authorized by each domestic corporation that is a party to the merger.

DFV/CORP/611(R9/00)

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