

04-06-2004



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

RECORD & TRACK

DEPARTMENT OF COMMERCE 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): Holland USA, Inc.
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State
Other
Michigan
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: The Holland Group, Inc.
Internal Address:
Street Address: 467 Ottawa Avenue
City: Holland State: MI Zip: 49422
Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State Michigan
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
[X] Assignment Merger
Security Agreement Change of Name
Other
Execution Date: March 18, 2004

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

B. Trademark Registration No.(s)
1,833,772
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Brian E. Ainsworth
Internal Address: Price, Heneveld, Cooper
DeWitt & Litton, LLP
Street Address: PO Box 2567
City: Grand Rapids State: MI Zip: 49501

6. Total number of applications and registrations involved:
7. Total fee (37 CFR 3.41).....\$ 65.00
[X] Enclosed
Authorized to be charged to deposit account
8. Deposit account number:
(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.
Brian E. Ainsworth 45 808
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 9

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

TRADEMARK REEL: 002942 FRAME: 0584

OPR/FINANCE

44.80 OP 25.80 OP

04/05/2004 00000026 1833772

01 FC: 0521 02 FC: 0522

Attachment for Recordation Form Cover Sheet Trademarks Only (Form PTO-1594)

Continuation of Item 4. Additional Application Number(s) or Registration Number(s)

A. Trademark Application No.(s):

B. Trademark Registration No.(s): 2,010,724

Assignee: The Holland Group, Inc.

TRADEMARK ASSIGNMENT

WHEREAS, Holland USA, Inc., a Michigan Corporation, with its principal place of business at 467 Ottawa Avenue, Holland, Michigan 49422, has adopted, owns and is using the following trademarks for which Assignor owns the following identified federal registrations on the Principal Register of the United States Patent and Trademark Office for the goods and/or services identified therein ("the Marks"):

Registration No.	Registrant	Issue Date
1,833,772	The Binkley Company	May 3, 1994
2,010,724	The Binkley Company	October 22, 1996

and

WHEREAS, The Holland Group, Inc., a Michigan Corporation, with its principal place of business at 467 Ottawa Avenue, Holland, MI 49422 ("Assignee"), desires to acquire the Marks and the above-referenced Registrations therefore;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to each of the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations thereof.

Holland USA, Inc. is the assignee of the entire right, title and interest in each of the above trademark registrations by virtue of a chain of title as shown below.

The ownership of U.S. Trademark Registration No. 1,833,772 and 2,010,724 was transferred from The Binkley Company to Holland Binkley Company via a name change recorded at Reel 2061 and Frame 0520 on April 7, 2000. The ownership of these same trademarks was transferred from Holland Binkley Company to Holland Hitch Company via a merger therebetween on December 7, 2001, as evidenced by Attachment A. The ownership of these same trademarks was transferred from Holland Hitch Company to Holland USA, Inc. via a merger therebetween on January 2, 2002, as evidenced by Attachment B.

IN TESTIMONY WHEREOF, I have hereunto set my hand on the date appearing next to my signature.

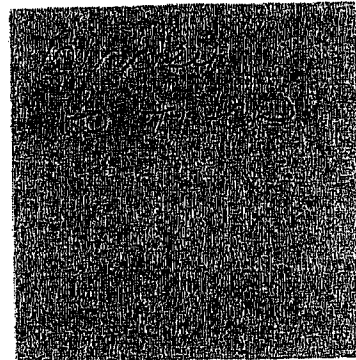
Holland USA, Inc.

Dated: 18 March 2004

By: 
 Name: Samuel A. Martin
 Title: Executive Vice President

Michigan Department of Consumer and Industry Services

Filing Endorsement



This is to Certify that the MERGER DOCUMENT

for

HOLLAND HITCH COMPANY

ID NUMBER: 032903

received by facsimile transmission on December 7, 2001 is hereby endorsed

Filed on December 7, 2001 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Effective Date: January 1, 2002



Scanned by Facsimile Transmission 01544

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 10th day of December, 2001.

, Director

Bureau of Commercial Services

ATTACHMENT A

TRADEMARK
REEL: 002942 FRAME: 0587

BCUCD-684rs (04/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES																			
Date Received	(FOR BUREAU USE ONLY)																		
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.																			
<table border="1"> <tr> <td colspan="3">Name</td> </tr> <tr> <td colspan="3">CHRISTOPHER J. DUBA</td> </tr> <tr> <td colspan="3">Address</td> </tr> <tr> <td colspan="3">P. O. BOX 352</td> </tr> <tr> <td>City</td> <td>State</td> <td>Zip Code</td> </tr> <tr> <td>GRAND RAPIDS</td> <td>MI</td> <td>49501</td> </tr> </table>		Name			CHRISTOPHER J. DUBA			Address			P. O. BOX 352			City	State	Zip Code	GRAND RAPIDS	MI	49501
Name																			
CHRISTOPHER J. DUBA																			
Address																			
P. O. BOX 352																			
City	State	Zip Code																	
GRAND RAPIDS	MI	49501																	
EFFECTIVE DATE:																			
Expiration date for new assumed names: December 31,																			
Expiration date for transferred assume names appear in item 6																			

Document will be returned to the name and address you enter above.
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CERTIFICATE OF MERGER

Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:	
a. The name of each constituent entity and its identification number is:	
Holland Hitch Company	032-903
Holland Binkley Company	Missouri
b. The name of the surviving (new) entity and its identification number is:	
Holland Hitch Company	032-903
Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:	
467 Ottawa Avenue, Holland, Michigan 49423	

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)
The merger (consolidation) shall be effective on the <u>1st</u> day of <u>January</u> , <u>2002</u> .

12/07/2001 10:36AM

3. Complete for Profit Corporations Only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Holland Binkley Company	1,000 shares common	Common	N/A
Holland Hitch Company	29,882 shares common	Common	N/A

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows: Each share of Holland Binkley Company common stock issued and outstanding shall be canceled and each share of Holland Hitch Company common stock issued and outstanding shall be converted into and become one share of common stock of the surviving corporation.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation.)

a. The Plan of Merger was approved by the majority consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

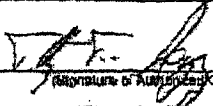
_____ (Signature of Incorporator)	_____ (Type or Print)	_____ (Signature of Incorporator)	_____ (Type or Print)
_____ (Signature of Incorporator)	_____ (Type or Print)	_____ (Signature of Incorporator)	_____ (Type or Print)

b. The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Holland Hitch Company

By 
(Signature of Authorized Officer or Agent)
Timothy F. Hemingway
(Type or Print Name)
Holland Hitch Company
(Name of Corporation)

By _____
(Signature of Authorized Officer or Agent)

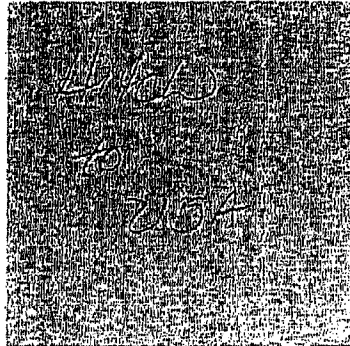
(Type or Print Name)

(Name of Corporation)

12/07/2001 10:36AM

Michigan Department of Consumer and Industry Services

Filing Endorsement



This is to Certify that the CERTIFICATE OF AMENDMENT - CORPORATION

for

HOLLAND USA, INC.

ID NUMBER: 032963

received by facsimile transmission on January 2, 2002 is hereby endorsed

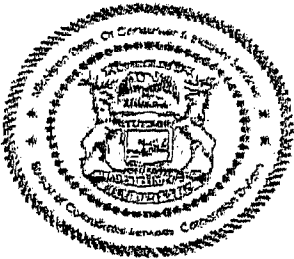
Filed on January 2, 2002 by the Administrator.

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 2nd day of January, 2002.

, Director

Bureau of Commercial Services



Printed by Macmillan-McGraw-Hill

ATTACHMENT B

TRADEMARK
REEL: 002942 FRAME: 0590

COMPLETE ONLY ONE OF THE FOLLOWING:

4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, _____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, _____

(Signature)	(Signature)
(Type or Print Name)	(Type or Print Name)
(Signature)	(Signature)
(Type or Print Name)	(Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 14th day of December, 2001, by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting the necessary votes were cast in favor of the amendment.
- by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- by the board of a profit corporation pursuant to section 611(2).

Profit Corporations
Signed this <u>14th</u> day of <u>December</u> , <u>2001</u>
By <u>[Signature]</u> (Signature of an authorized officer or agent)
<u>Timothy T. Hemingway</u> (Type or Print Name)

Nonprofit and Professional Service Corporations
Signed this _____ day of _____, _____
By _____ (Signature of President, Vice-President, Chairman or Vice-Chairman)
(Type or Print Name) (Type or Print Title)

01/02/2002 09:18AM

RCR002-516/04/01

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES		
Date Received	(FOR BUREAU USE ONLY)	
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name CHRISTOPHER J. DUBA		
Address P.O. BOX 352		
City	State	Zip Code
GRAND RAPIDS	MI	49501-0352
		EFFECTIVE DATE

Document will be returned to the name and address you enter above.
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CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 254, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:	<u>Holland Hitch Company</u>
2. The identification number assigned by the Bureau is:	<u>032-903</u>

3. Article <u>1</u> of the Articles of Incorporation is hereby amended to read as follows: The name of the corporation is: <u>Holland USA, Inc.</u>
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01/02/2002 09:18AM