



To the Honorable Commission:

e attached original documents or copy thereof.

5-18-04

1. Name of conveying party(ies): **102750615**

**New DD, LLC**

Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation

**Other Delaware Limited Liability Company**  
Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other:

Execution Date: **March 31, 2004**

2. Name and Address of receiving party(ies)

**Douglas Dynamics, L.L.C.**  
**7777 North 73<sup>rd</sup> Street**  
**P.O. Box 245038**  
**Milwaukee, WI 53224**

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation  
 **Other Delaware Limited Liability Company**

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).

B. Trademark Registration No(s).

**Please see attached**

Additional numbers attached?  Yes  No

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

Elaine D. Ziff, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
Four Times Square  
New York, New York 10036

6. Total number of applications/registrations involved: 20

7. Total fee (37 CFR 3.41) **\$515**

All fees and any deficiencies are authorized to be charged to Deposit Account  
**(Our Ref. 217730/1809)**

8. Deposit Account No. **19-2385**

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.

Elaine D. Ziff

Name

Signature

May 18, 2004

Date

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

OPR/FINANCE  
MAY 18 2004

## CONTINUATION OF ITEM 4. Trademark Application and Registration Numbers

A. Trademark Application No(s).	B. Trademark Registration No(s).
	<b>2194310</b>
	<b>2354584</b>
	<b>1753609</b>
	<b>2158883</b>
	<b>2189880</b>
	<b>890859</b>
	<b>2215270</b>
	<b>813932</b>
	<b>1851301</b>
	<b>1850538</b>
	<b>2179421</b>
	<b>2689397</b>
	<b>2771303</b>
	<b>1272412</b>
	<b>2560043</b>
	<b>1712602</b>
	<b>2608875</b>
	<b>1748153</b>
	<b>2254244</b>
	<b>899620</b>

# Delaware

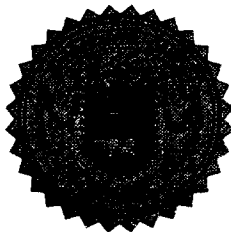
PAGE 1

*The First 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 AMENDMENT OF "NEW DD, LLC", CHANGING ITS NAME FROM "NEW DD, LLC" TO "DOUGLAS DYNAMICS, L.L.C.", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2004, AT 1:15 O'CLOCK P.M.

3781861 8100

040241320



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3028460

DATE: 04-01-04

TRADEMARK  
REEL: 002972 FRAME: 0077

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF FORMATION  
OF  
NEW DD, LLC**

James L. Janik hereby certifies that:

**FIRST:** He is an authorized person of New DD, LLC, a Delaware limited liability company (the "LLC").

**SECOND:** The date of filing of the LLC's original Certificate of Formation with the Secretary of State of Delaware was March 25, 2004.

**THIRD:** Article 1 of the Certificate of Formation of this LLC is hereby amended to read in its entirety as follows:

"The name of the limited liability company is:

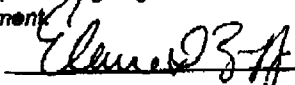
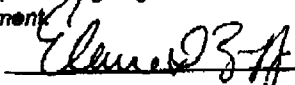
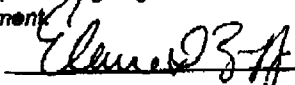
Douglas Dynamics, L.L.C."

**FOURTH:** This action is taken pursuant to Section 18-202 of the Delaware Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of Certificate of Formation on the 31st day of March, 2004.

  
James L. Janik,  
Authorized Person

04/09/2004  
700077724

Form PTO-1594 (rev 3/1)	<b>RECORDATION FORM COVER SHEET TRADEMARKS ONLY</b>	U. S. Department of Commerce 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):  <b>New DD, LLC</b>  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation - <input checked="" type="checkbox"/> Other: <b>Delaware Limited Liability Company</b>  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and Address of receiving party(ies)  <b>Douglas Dynamics, L.L.C.</b> <b>7777 North 73<sup>rd</sup> Street</b> <b>P.O. Box 245038</b> <b>Milwaukee, WI 53224</b>  <input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other: <b>Delaware Limited Liability Company</b> If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other:  Execution Date: <b>March 31, 2004</b>					
4. Application number(s) or registration number(s): A. Trademark Application No(s).      B. Trademark Registration No(s).  Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed:  <b>Elaine D. Ziff, Esq.</b> <b>SKADDEN, ARPS, SLATE, MEAGHER</b> <b>&amp; FLOM LLP</b> <b>Four Times Square</b> <b>New York, New York 10036</b>	6. Total number of applications/registrations involved:  7. Total fee (37 CFR 3.41) \$ <input checked="" type="checkbox"/> All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 217730/1809)  8. Deposit Account No. <b>19-2385</b>				
DO NOT USE THIS SPACE					
9. Statement and signature. <i>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.</i>  <table style="width:100%; border: none;"> <tr> <td style="width:30%; text-align: center;"> <u>Elaine D. Ziff</u> Name                 </td> <td style="width:40%; text-align: center;">  Signature                 </td> <td style="width:30%; text-align: center;"> <u>April 9, 2004</u> Date                 </td> </tr> </table>			<u>Elaine D. Ziff</u> Name	 Signature	<u>April 9, 2004</u> Date
<u>Elaine D. Ziff</u> Name	 Signature	<u>April 9, 2004</u> Date			
Total number of pages including cover sheet, attachments, and document: 3					

# Delaware

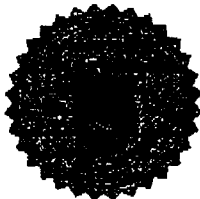
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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3028460

DATE: 04-01-04

TRADEMARK  
REEL: 002972 FRAME: 0080

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:15 PM 04/01/2004  
FILED 01:15 PM 04/01/2004  
SRV 040240682 - 3781861 FILE

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