

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/02/1998

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Polar Tank Trailer, Inc.		06/02/1998	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Polar Corporation
Street Address:	1015 W. St. Germain Street
Internal Address:	Suite 420
City:	St. Cloud
State/Country:	MINNESOTA
Postal Code:	56301
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1608152	POLAR

CORRESPONDENCE DATA

Fax Number: (614)461-4198
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 614-469-3939
 Email: tjhersch@JonesDay.com
 Correspondent Name: Thomas J. Hersch
 Address Line 1: P. O. Box 165017
 Address Line 4: Columbus, OHIO 43216-5017

NAME OF SUBMITTER:	Thomas J. Hersch
Signature:	/Thomas J. Hersch/
Date:	01/03/2005

TRADEMARK

Total Attachments: 6

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94-307

**ARTICLES OF MERGER OF
POLAR TANK TRAILER, INC.
(a Minnesota corporation)
WITH AND INTO
POLAR CORPORATION
(a Minnesota corporation)**

Pursuant to Section 302A.621 of the Minnesota Business Corporation Act (the "MBCA"), the undersigned corporation, Polar Corporation, a Minnesota corporation ("Parent") owning at least 90 percent of the outstanding shares of Polar Tank Trailer, Inc., a Minnesota corporation ("Subsidiary"), hereby adopts the following Articles of Merger for the purpose of merging Subsidiary, with and into Polar, with Polar being the surviving corporation (the "Merger"):

- FIRST:** The name of the corporation surviving the Merger is Polar Corporation.
- SECOND:** The Plan of Merger (the "Plan of Merger") relating to the merger of Subsidiary with and into Parent is attached hereto as Exhibit A.
- THIRD:** Subsidiary has 2,500 shares of common stock, no par value, issued and outstanding. All of the issued and outstanding shares of Subsidiary are owned by Parent.
- FOURTH:** The Plan of Merger is not required to be mailed to the shareholders of Parent because Subsidiary is a wholly-owned subsidiary of Parent.
- FIFTH:** The Plan of Merger has been approved by Parent in accordance with Section 302A.621 of the MBCA.

[signature page follows]

DAL02:173170.4

078650

Dated: June 2, 1998

POLAR CORPORATION


By: 
Donald Stover
Vice President

EXHIBIT A

DAL02:173170.4

PLAN OF MERGER

This Plan of Merger is made as of June 2, 1998 (the "Plan of Merger") by Polar Corporation, a Minnesota corporation ("Parent") and Polar Tank Trailer, Inc., a Minnesota corporation ("Subsidiary").

WHEREAS, Parent owns all of the issued and outstanding shares of each class of capital stock of Subsidiary; and

WHEREAS, this Plan of Merger contemplates a merger of Subsidiary with and into Parent, with Parent being the surviving corporation thereof.

NOW, THEREFORE, in consideration of the premises and the mutual promises herein made, and in consideration of the covenants herein contained, Parent agrees as follows:

1. The Merger. On the terms and subject to the conditions of this Plan of Merger and in accordance with Section 302A.621 of the Minnesota Business Corporation Act ("MBCA"), Subsidiary will merge with and into Parent (the "Merger").

2. Surviving Corporation. Parent shall be the corporation surviving the Merger (the "Surviving Corporation") and shall continue its corporate existence under the laws of the State of Minnesota, and the separate existence of Subsidiary shall cease. The name of the Surviving Corporation is Polar Corporation.

3. Manner and Basis of Conversion of Shares. Each share of capital stock of Subsidiary issued and outstanding prior to the Merger shall be canceled.

4. Terms and Conditions of the Merger.

(a) General. The Merger shall become effective at such time and on such date (the "Effective Date") that Parent and Subsidiary file the Articles of Merger with the Secretary of State of the State of Minnesota. The Merger shall have the effect set forth in Section 302A.641 of the MBCA. The Surviving Corporation may, at any time after the Effective Date, take any action (including executing and delivering any document) in the name and on behalf of either Parent or Subsidiary in order to carry out and effectuate the transactions contemplated by this Plan of Merger.

(b) Articles of Incorporation. The Article of Incorporation of Parent as in effect immediately prior to the Effective Date shall thereafter continue in full force and effect as the Articles of Incorporation of the Surviving Corporation until amended in accordance with applicable laws.

(c) **Bylaws.** The Bylaws of Parent as in effect immediately prior to the Effective Date shall thereafter continue in full force and effect as the Bylaws of the Surviving Corporation until amended in accordance with applicable laws.

(d) **Directors and Officers.** The directors who are serving as directors of Parent and the officers who are acting as officers of Parent immediately prior to the Effective Date shall remain as directors and officers of the Surviving Corporation (retaining their respective positions and terms of office) until his successor shall have been duly elected and qualified or until the earliest of his death, resignation or removal.


(e) **Assets.** On the Effective Date, all rights, title and interests to all real estate and other property owned by and all other claims, goodwill, rights, entitlements, powers, privileges, immunities and franchises of Subsidiary of any kind or character shall be vested in Parent without reversion or impairment, without further act or deed, and without any transfer or assignment having occurred.

(f) **Liabilities.** From and after the Effective Date, Parent shall be liable and responsible for all liabilities and obligations of Subsidiary of any kind or character, and any proceeding pending against Subsidiary may be continued against Parent as if the merger of Subsidiary with and into Parent had not taken place, or Parent may be substituted in place of Subsidiary in any such proceeding.

[signature page follows]

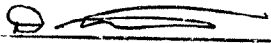
IN WITNESS WHEREOF, the parties hereto have executed this Plan of Merger as of the date first above written.

POLAR TANK TRAILER, INC.

By: 

Donald Stover
Vice President

POLAR CORPORATION

By: 

Donald Stover
Vice President

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
JUN - 2 1998

Secretary of State