

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 01/01/2005     |

**CONVEYING PARTY DATA**

| Name                        | Formerly | Execution Date | Entity Type               |
|-----------------------------|----------|----------------|---------------------------|
| Turtle Mountain Corporation |          | 12/30/2004     | CORPORATION: NORTH DAKOTA |

**RECEIVING PARTY DATA**

|                 |                          |
|-----------------|--------------------------|
| Name:           | Pemstar Inc.             |
| Street Address: | 3535 Technology Drive NW |
| City:           | Rochester                |
| State/Country:  | MINNESOTA                |
| Postal Code:    | 55901                    |
| Entity Type:    | CORPORATION: MINNESOTA   |

**PROPERTY NUMBERS Total: 2**

| Property Type  | Number   | Word Mark       |
|----------------|----------|-----------------|
| Serial Number: | 78536609 | TURTLE MOUNTAIN |
| Serial Number: | 78536610 | TURTLE MOUNTAIN |

**CORRESPONDENCE DATA**

Fax Number: (612)340-8856  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 612 340 2656  
 Email: ip.docket@dorsey.com  
 Correspondent Name: Travis L. Bachman  
 Address Line 1: 50 S. 6th Street  
 Address Line 2: Suite 1500  
 Address Line 4: Minneapolis, MINNESOTA 55402-1498

|                    |                     |
|--------------------|---------------------|
| NAME OF SUBMITTER: | Travis L. Bachman   |
| Signature:         | /Travis L. Bachman/ |

**TRADEMARK**

**CH \$65.00 78536609**

Date:

01/06/2005

**Total Attachments: 3**

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**ARTICLES OF MERGER**  
**of**  
**TURTLE MOUNTAIN CORPORATION**  
**into**  
**PEMSTAR INC.**

The attached plan of merger provides for the merger of Turtle Mountain Corporation, a North Dakota corporation, into PEMSTAR INC., a Minnesota corporation.

The plan of merger has been approved by each constituent organization pursuant to the Minnesota Business Corporation Act and the North Dakota Business Corporation Act.

The merger shall be effective at 12:01 a.m. on January 1, 2005.

Turtle Mountain Corporation is a wholly owned subsidiary of PEMSTAR INC. and has 84,260 shares of common stock outstanding.


The surviving corporation may be served with process in the state of North Dakota in a proceeding for the enforcement of an obligation of a constituent organization. The secretary of the State of North Dakota is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding, and the process may be forwarded to PEMSTAR INC., 3535 Technology Drive NW, Rochester, MN 55901, Attention: General Counsel.

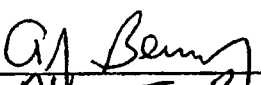
These articles of merger have been signed on behalf of the corporations by a person authorized to do so.

Dated:

**TURTLE MOUNTAIN CORPORATION**

**PEMSTAR INC.**

By:   
Name: Roy H. Bauer  
Title: Treasurer

By:   
Name: Allen J. Berning  
Title: CEO

## PLAN OF MERGER

This **PLAN OF MERGER** (this "*Plan of Merger*") sets forth the terms of the merger (the "*Merger*") of Turtle Mountain Corporation, a North Dakota corporation ("*Subsidiary*"), with and into PEMSTAR INC., a Minnesota corporation (the "*Company*"), on the terms and conditions set forth herein. Subsidiary is a wholly owned subsidiary of the Company.

1. Merger. At 12:01 a.m. on January 1, 2005 (the "*Effective Time*"), Subsidiary shall be merged with and into the Company and the separate corporate existence of Subsidiary shall cease. The Company shall be the surviving corporation in the Merger (the "*Surviving Corporation*") and the separate corporate existence of the Company, with all its purposes, objects, rights, privileges, powers, immunities and franchises, shall continue unaffected and unimpaired by the Merger.

2. Articles of Incorporation. The articles of incorporation of the Company shall be the articles of incorporation of the Surviving Corporation, subject always to the right of the Surviving Corporation to amend its certificate of incorporation after the Effective Time in accordance with the laws of the State of Minnesota, and shall not be amended by virtue of the Merger.

3. Bylaws. The bylaws of the Company shall be the bylaws of the Surviving Corporation and shall not be amended by the Merger.

4. Directors and Officers. The directors of the Company immediately prior to the Effective Time shall be the directors of the Surviving Corporation, and the officers of the Company immediately prior to the Effective Time shall be the officers of the Surviving Corporation, in each case until their successors have been elected and qualified or until otherwise provided by law.

5. Capital Stock Owned by the Company. All of the capital shares of the Subsidiary that are owned directly or indirectly by the Company or any subsidiary of the Company shall be canceled and no consideration shall be delivered therefore.

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

DEC 30 2004

  
Mary Hoffmeyer  
Secretary of State

TRADEMARK  
REEL: 003004 FRAME: 0112

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF MERGER OF DOMESTIC AND FOREIGN CORPORATIONS INTO

PEMSTAR INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that  
Articles of Merger of

**TURTLE MOUNTAIN CORPORATION**

a North Dakota BUSINESS CORPORATION, into PEMSTAR INC., Minnesota corporation, duly  
signed and verified as required by North Dakota statutes governing a North Dakota BUSINESS  
CORPORATION, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the  
authority vested in him by law, hereby issues this Certificate of Merger of

**TURTLE MOUNTAIN CORPORATION**

a North Dakota , into PEMSTAR INC.  
Effective date of merger: January 1, 2005.  
Issued: December 30, 2004

Alvin A. Jaeger  
Secretary of State