

04-14-2005

Form PTO-1594 (Rev. 03/05)  
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE  
States Patent and Trademark Office



4/7/05

RECC  
TF

102980596...

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Acco Systems, Inc.  
Durr Environmental, Inc.  
Durr, Inc.  
REECO (Regenerative Environmental Equipment Co., Inc.)

- Individual(s)
- General Partnership
- Corporation- State: Michigan
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_  
Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: Durr Systems, Inc.  
Internal  
Address: \_\_\_\_\_  
Street Address: 40600 Plymouth Road  
City: Plymouth  
State: Michigan  
Country: \_\_\_\_\_ Zip: 48170

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship Michigan
- Other \_\_\_\_\_ Citizenship \_\_\_\_\_

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)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) April 7, 2005  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)  
Please refer to attached Exhibit 1

B. Trademark Registration No.(s)  
Please refer to attached Exhibits 2 through 5

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):  
Please refer to attached Exhibits 1through 5 for Identification or Description of Trademark(s)

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

Name: Gregory D. DeGrazia, ESQ  
Internal Address: \_\_\_\_\_  
Street Address: 39400 Woodward Avenue, Suite 101  
City: Bloomfield Hills  
State: Michigan Zip: 48304-5151  
Phone Number: (248) 645-1483  
Fax Number: (248) 645-1568  
Email Address: gdd@h2law.com

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 390.00  
 Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_  
b. Deposit Account Number 08-2789  
Authorized User Name Gregory D. DeGrazia, ESQ

9. Signature:

[Handwritten Signature]  
Signature

4-7-05  
Date

Gregory D. DeGrazia, ESQ  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 24

04/13/2005 BYRNE 0000098 002789 70550967

01 FC:0521  
02 FC:0522

40.00 DA  
350.00 DA

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**DURR ENVIRONMENTAL, INC. PENDING TRADEMARKS**  
**Schedule 1.1(a)(ix) and 2.18**

**UNITED STATES**

**Application No.    Mark**

78/550967            RL

**DURR, INC. REGISTERED AND PUBLISHED TRADEMARKS**  
**Schedule 1.1(a)(ix) and 2.18**

**UNITED STATES**

<b>Registration No.</b>	<b>Mark</b>
2538817	DURR
2531108	DURR & Logo
2637859	DURR

**DURR ENVIRONMENTAL, INC. REGISTERED AND PUBLISHED  
TRADEMARKS**

**Schedule 1.1(a)(ix) and 2.18**

**UNITED STATES**

**Registration No. Mark**

2516074 THE TOTAL SOLUTION

**ACCO SYSTEMS, INC. REGISTERED AND PUBLISHED TRADEMARKS**

**Schedule 1.1(a)(ix) and 2.18**

**UNITED STATES**

**Registration No. Mark**

2020015	FASTBELT
695992	POWER-FLEX
1405498	FASTRUN
1266875	AUTOTRAC
1115161	MONOVEYOR
2272922	SURSTOP

**REECO, INC. REGISTERED AND PUBLISHED TRADEMARKS**  
**Schedule 1.1(a)(ix) and 2.18**

**UNITED STATES**

<b>Registration No.</b>	<b>Mark</b>
1039181	RE-THERM
2239403	RE-THERM RL
2284346	UNITHERM
2773231	REECO

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

Date Received

**FILED**

JAN 5 1990

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau

JAN 5 1990

**CERTIFICATE OF MERGER/SHARE EXCHANGE**

**FOR USE BY DOMESTIC PROFIT OR FOREIGN PROFIT CORPORATIONS  
(PLEASE READ INFORMATION AND INSTRUCTIONS ON LAST PAGE)**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), the undersigned corporations execute the following Certificate:

1 a. The name of each constituent corporation or name of the corporation whose shares will be acquired and its corporation identification number (CID) is:

<u>Name</u>	<u>CID Number</u>
Behr Industrial Equipment, Inc.	091-654
Behr Automation, Inc.	298-023
Durr Incorporated	306-529

b. The name of the surviving or acquiring corporation and its corporation identification number is:

<u>Name</u>	<u>CID Number</u>
Durr Incorporated	306-529

2 a. For each constituent corporation of the merger, state:

<u>Name of corporation</u>	<u>Designation and number of outstanding shares in each class or series</u>	<u>Indicate class or series of shares entitled to vote</u>	<u>Indicate class or series entitled to vote as a class</u>
Behr Industrial Equipment, Inc.	102,000 shares of Common Stock, \$1.00 par value	Common Stock	Not applicable
Behr Automation, Inc.	100 shares of Common Stock, \$1.00 par value	Common Stock	Not applicable
Durr Incorporated	50,000 shares of Common Stock	Common Stock	Not applicable

If the number of shares is subject to change prior to the effective date of the merger, the manner in which the change may occur is as follows: Not applicable

- 2 b. If a merger, the amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

Article I of the Articles of Incorporation of the Surviving Corporation is hereby amended to read as follows:

"Article I. The name of the corporation is Behr Systems, Inc."

- 3 b. The manner and basis of exchanging the shares to be acquired as set forth in the plan of merger is as follows:

(a) At the Effective Time, each share of common stock of Durr Incorporated outstanding immediately prior to the Effective Time shall, by virtue of the transaction and without any action by the holder thereof, automatically be converted into and become one validly issued and outstanding, fully paid and nonassessable share of common stock of the Surviving Corporation.

(b) At the Effective Time, each share of common stock, \$1.00 par value per share ("BEI Shares") of Behr Industrial Equipment, Inc. outstanding immediately prior to the Effective Time, shall, by virtue of the transaction and without any action of the holder, automatically be converted into the right to receive the number of Deutsche Marks ("DM") determined by dividing DM 37,000,000 (being the aggregate merger consideration to be paid in conversion of all outstanding BEI Shares, but subject to adjustment as provided in the Agreement and Plan of Merger dated as of December 15, 1989 (the "Merger Agreement"), herein referred to as the "BEI Merger Consideration") by the number of the then outstanding BEI Shares. The BEI Merger Consideration shall be payable, at the Effective Time of the Merger, to the holders of the BEI Shares, as more fully provided in the Merger Agreement, fifty-one percent (51%) in cash, twenty-four percent (24%) by the delivery of a one-year promissory note of Durr Beteiligungs-A.G., a West German corporation ("Durr-Germany") and Durr Incorporated, a Michigan corporation ("Durr-US") (as co-makers) and twenty-five (25%) by the delivery of a two-year promissory note of Durr-Germany and Durr-US (as co-makers). Such promissory notes shall bear interest at an annual rate of eight and two one-hundredths percent (8.02%).

(c) At the Effective Time, each share of common stock, \$1.00 par value purchase ("BAI Shares") of Behr Automation, Inc. outstanding immediately prior to the Effective Time shall, by virtue of the transaction and without any action of the holder, automatically be converted into the right to receive the number of DM determined by dividing DM 1,000,000 (being the aggregate merger consideration to be paid in conversion of all outstanding BAI Shares, but subject to adjustment as provided in the Merger Agreement, herein referred to as the "BAI Merger Consideration") by the number of outstanding BAI Shares. The BAI Merger Consideration shall be payable, at the Effective Time of the Merger, to the holders of the BAI Shares, as more fully provided in the Merger Agreement, fifty-one percent (51%) in cash, twenty-four percent (24%) by the delivery of a one-year promissory note of Durr-Germany and Durr-US (as co-makers) and twenty-five (25%) by the delivery of a two-year promissory note of



Durr-Germany and Durr-US (as co-makers). Such promissory notes shall bear interest at an annual rate of eight and two one-hundredths percent (8.02%).

(Complete for any foreign corporation.)

4. This merger or share exchange is permitted by the laws of the state of \_\_\_\_\_, the jurisdiction under which \_\_\_\_\_ name of foreign corporation is organized and the plan of merger or share exchange was adopted and approved by such corporation pursuant to and in accordance with the laws of that jurisdiction.

(Complete only if an effective date is desired other than the date of filing. This date must be no more than 90 days after receipt of this document in this office.)

5. The merger shall be effective at the later of 8:00 a.m. Rochester Hills, Michigan time on January 5, 1990 or the date and time this Certificate is duly filed with the Department of Commerce, Corporation and Securities Bureau, of the State of Michigan.

(Complete applicable section for each constituent corporation.)

- 6 a. The plan of merger or share exchange was approved by the unanimous consent of the incorporators of \_\_\_\_\_, which has not commenced business, has not issued any shares, and has not elected a Board of Directors. (Incorporators must sign on this page of the Certificate.)
- b. The plan of merger or share exchange has been adopted by the Boards of Directors of Behr Industrial Equipment, Inc., Behr Automation, Inc. and Durr Incorporated, in accordance with Section 701 or 702 of the Act.
- c. The plan of merger or share exchange was approved by the shareholders of the following constituent corporations in accordance with Section 703(a):

Behr Industrial Equipment, Inc.  
Behr Automation, Inc.  
Durr Incorporated

The plan of merger or share exchange will be furnished by the surviving or acquiring corporation, on request and without cost, to any shareholder of any constituent corporation.

Sign this area for item 6a, incorporators only:

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
\_\_\_\_\_

Sign this area for items 6b and 6c:

Signed this 5th day of January, 1990.

BEHR INDUSTRIAL EQUIPMENT, INC.

By Eric Behr  
Its Vice President

Signed this 5th day of January, 1990.

BEHR AUTOMATION, INC.

By Eric Behr  
Its President

Signed this \_\_\_th day of January, 1989.

DURR INCORPORATED

By \_\_\_\_\_  
Its \_\_\_\_\_

Sign this area for item 6a, incorporators only:

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
\_\_\_\_\_

Sign this area for items 6b and 6c:

Signed this \_\_th day of January, 1990.

BEHR INDUSTRIAL EQUIPMENT, INC.

By \_\_\_\_\_

Its \_\_\_\_\_

Signed this \_\_th day of January, 1990.

BEHR AUTOMATION, INC.

By \_\_\_\_\_

Its \_\_\_\_\_

Signed this 5th day of January, 1990.

DURR INCORPORATED

By Reinhard Schmidt

Reinhard Schmidt

Its President

# *Michigan Department of Consumer and Industry Services*

## *Filing Endorsement*

***This is to Certify that the CERTIFICATE OF MERGER***

***for***

***DURR ENVIRONMENTAL, INC.***

***ID NUMBER: 436219***

***received by facsimile transmission on December 17, 2004 is hereby endorsed filed on December 20, 2004 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, 2005***



***In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20th day of December, 2004.***

A handwritten signature in black ink, appearing to read "Andrew J. Mitchell".

***, Director***

***Bureau of Commercial Services***

Sent by Facsimile Transmission 04355

TRADEMARK  
REEL: 003151 FRAME: 0127

# *Michigan Department of Consumer and Industry Services*

## *Filing Endorsement*

***This is to Certify that the CERTIFICATE OF MERGER***

***for***

***ACCO SYSTEMS, INC.***

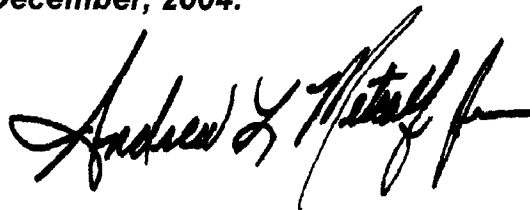
***ID NUMBER: 506700***

***received by facsimile transmission on December 17, 2004 is hereby endorsed filed on December 20, 2004 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, 2005***



***In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20th day of December, 2004.***



***, Director***

***Bureau of Commercial Services***

Sent by Facsimile Transmission 04355

TRADEMARK  
REEL: 003151 FRAME: 0128

# Michigan Department of Consumer and Industry Services

## Filing Endorsement

**This is to Certify that the CERTIFICATE OF MERGER**

**for**

**DURR PRODUCTION SYSTEMS, INC.**

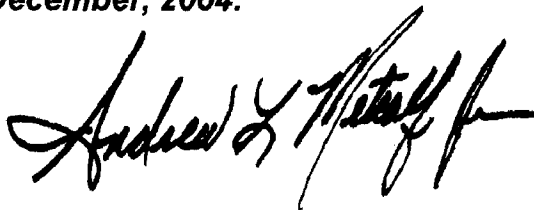
**ID NUMBER: 274375**

**received by facsimile transmission on December 17, 2004 is hereby endorsed filed on December 20, 2004 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, 2005**



**In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20th day of December, 2004.**



**, Director**

**Bureau of Commercial Services**

Sent by Facsimile Transmission 04355

TRADEMARK  
REEL: 003151 FRAME: 0129

# *Michigan Department of Consumer and Industry Services*

## *Filing Endorsement*

***This is to Certify that the CERTIFICATE OF MERGER***

***for***

***BEHR SYSTEMS, INC.***

***ID NUMBER: 306529***

***received by facsimile transmission on December 17, 2004 is hereby endorsed filed on December 20, 2004 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, 2005***



***In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20th day of December, 2004.***

A handwritten signature in black ink, appearing to read "Andrew J. Metcalfe".

***, Director***

***Bureau of Commercial Services***

Sent by Facsimile Transmission 04355

**TRADEMARK  
REEL: 003151 FRAME: 0130**

## AGREEMENT, PLAN AND CERTIFICATE OF MERGER

THIS AGREEMENT, PLAN AND CERTIFICATE OF MERGER (the "Agreement") is made and entered into as of the date set forth below, among the constituent corporation listed below, pursuant to and in accordance with the provisions of the Michigan Act 284, Public Acts of 1972 (the "Michigan Act").

The constituent corporations agree to and do hereby effect the merger (the "Merger") on the terms and conditions set forth below, effective as of the Effective Date (defined below):

### 1. CONSTITUENT CORPORATIONS

- a. The name, state of incorporation, identification number, and Number of outstanding shares of each of the constituent corporations involved in the Merger are:

<u>Name</u>	<u>State of Incorporation</u>	<u>State CID Number</u>	<u>Date Incorporated</u>	<u>Number of Outstanding Shares</u>
Acco Systems, Inc.	Michigan	506700	12/9/97	100
Behr Systems, Inc.	Michigan	306529	8/12/85	30,000
Dürr Environmental, Inc.	Michigan	436219	12/11/96	10,000
Dürr Industries, Inc.	Michigan	329398	9/23/91	52,000
Dürr Production Systems, Inc.	Michigan	274375	5/16/84	1000

All shares of stock of each constituent corporation have the identical rights, preferences and limitations and are entitled to vote. No shares are entitled to vote as a class or series. The number of shares is not subject to change prior to the effective date of the merger.

- b. The surviving corporation of the Merger (the "Surviving Corporation") and its Michigan identification number is:

Dürr Industries, Inc.	Michigan	329398
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### 2. TERMS AND EFFECT OF MERGER

- a. On the Effective Date, the constituent corporations will cease to exist separately, and Acco Systems, Inc., Behr Systems, Inc., Dürr Environmental, Inc. and Dürr Production Systems, Inc. will be merged with and into Dürr Industries, Inc. in accordance with the provisions of this Agreement and in accordance with the provisions of and with the effect provided in the Michigan Act.
- b. On the Effective Date, on consummation of the Merger, all of the outstanding shares of capital stock Dürr Industries, Inc. will remain issued and outstanding, and all of the

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outstanding shares of the capital stock of the other constituent corporations will be cancelled and returned and will cease to exist without any payment being made or due in respect of such shares.

**3. CERTIFICATE, BYLAWS, OFFICERS AND DIRECTORS**

The Articles of Incorporation and Bylaws of Durr Industries, Inc. in effect on the Effective Date will be the Articles of Incorporation and Bylaws of the Surviving Corporation. The officers and directors of Durr Industries, Inc. on the Effective Date will be the officers and directors of the Surviving Corporation.

**4. NEW NAME FOR SURVIVING CORPORATION**

The name of the surviving corporation shall be "Durr Systems, Inc."

**5. FILING OF AGREEMENT; EFFECTIVE DATE**

- a. To cause the Merger to become effective, a copy of this Agreement or a Certificate of Merger will be filed with the Michigan Department of Consumer and Industry Services, Corporation, Securities and Land Development Bureau, pursuant to and in accordance with the Michigan Act.
- b. The effective date of the Merger (the "Effective Date") is January 1, 2005.

**6. ADOPTION AND APPROVAL**

This Agreement has been adopted and approved, without a meeting, by the written consent of all of the directors and all of the shareholders of the Constituent Corporations in accordance with the provisions of the Michigan Act.

**7. COPIES OF THIS AGREEMENT**

An original, executed copy of this Agreement will remain on file at office of the constituent corporations' sole shareholder, Durr Inc., at 40600 Plymouth Road, Plymouth, MI 48170.

**8. MERGER PERMITTED UNDER MICHIGAN LAW**

This Merger is permitted under, and has been effectuated in accordance with, the laws of the State of Michigan.

Acco Systems, Inc.

Behr Systems, Inc.

By: [Signature]

By: [Signature]

Its: Secretary/Treasurer

Its: Secretary/Treasurer

Dorr Environmental Systems, Inc.

By: [Signature]

Its: [Signature]

Dorr Industries, Inc.

By: [Signature]

Its: [Signature]

Dorr Production Systems, Inc.

By: [Signature]

Its: [Signature]

Date: December 16, 2004

# Michigan Department of Consumer and Industry Services

## Filing Endorsement

*This is to Certify that the MERGER DOCUMENT*

*for*

*DURR ENVIRONMENTAL, INC.*

*ID NUMBER: 436219*

*received by facsimile transmission on December 16, 1999 is hereby endorsed*

*Filed on December 16, 1999 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, 2000.*

*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 16th day of December, 1999.*



A handwritten signature in black ink, appearing to read "Joseph R. Nibbelk".

*, Director*

*Corporation, Securities and Land Development Bureau*

C&S 561 (Rev. 12/99)

<b>MICHIGAN DEPARTMENT OF CONSUMER &amp; INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU</b>											
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" style="width:100%; border-collapse: collapse;"> <tr> <td colspan="3" style="padding: 2px;">Name Karen S. Malnar c/o Jaffe, Raitt, Heuer &amp; Weiss, P.C.</td> </tr> <tr> <td colspan="3" style="padding: 2px;">Address One Woodward Avenue, Suite 2400</td> </tr> <tr> <td style="padding: 2px;">City Detroit</td> <td style="padding: 2px;">State MI</td> <td style="padding: 2px;">Zip Code 48226</td> </tr> </table>			Name Karen S. Malnar c/o Jaffe, Raitt, Heuer & Weiss, P.C.			Address One Woodward Avenue, Suite 2400			City Detroit	State MI	Zip Code 48226
Name Karen S. Malnar c/o Jaffe, Raitt, Heuer & Weiss, P.C.											
Address One Woodward Avenue, Suite 2400											
City Detroit	State MI	Zip Code 48226									
		EFFECTIVE DATE:									

Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.

### CERTIFICATE OF MERGER

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

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Certificate:

1. a. The name of each constituent corporation and its identification number is:

Durr Environmental, Inc.	436219
Regenerative Environmental Equipment Co., Inc.	

b. The name of the surviving corporation and its identification number is:

Durr Environmental, Inc.	436219
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c. For each subsidiary corporation, state:

Name of corporation	Number of outstanding shares in each class	Number of shares owned by the parent corporation in each class
Regenerative Environmental	10	10
Equipment Co., Inc.		

d. The manner and basis of converting the shares of each constituent corporation is as follows:

On the Effective Date of the Merger, all of the outstanding shares of Durr Environmental, Inc. will remain issued and outstanding and all of the outstanding shares of Regenerative Environmental Equipment Co., Inc. will be cancelled.

e. The amendments to the Articles or a Restatement of the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

N/A

f. Other provisions with respect to the merger are as follows:

N/A

2. 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.

3. (Delete if not applicable)

The consent to the merger by the shareholders of the subsidiary corporation was obtained pursuant to its Articles of Incorporation. (Such consent is necessary if the Articles of Incorporation require approval of the merger by the vote of the holders of more than the percentage of the shares owned by the parent corporation.)

4. (Delete if not applicable)

The consent to the merger by the shareholders of the parent corporation was obtained. (Such consent is necessary if its Articles of Incorporation require shareholder approval of the merger, the plan of merger amends its Articles of Incorporation, or a subsidiary is to be the surviving corporation.)

5. (Complete only if an effective date is desired other than the date of filing)

The merger shall be effective on the 1st day of January, 2000.

Signed this 9th day of DECEMBER, 1999

DURR ENVIRONMENTAL, INC.  
(Name of parent corporation)

By [Signature]  
(Signature of an authorized officer or agent)

M.W. PARRY  
(Type or Print Name)

6. include the assumed names being transferred, if any, from the merging corporation to the survivor.

Assumed Name	Transferred From	Expiration Date

New assumed names under which business is to be conducted are:

REECO  
Regenerative Environmental Equipment Co., Inc.