

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/03/1993

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DARLINGTON FABRICS CORPORATION		03/12/1993	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	THE MOORE COMPANY
Street Address:	P.O. Box 538, 36 Beach Street
City:	Westerly
State/Country:	RHODE ISLAND
Postal Code:	02891
Entity Type:	CORPORATION: RHODE ISLAND

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1360641	DARLINGTON

CORRESPONDENCE DATA

Fax Number: (212)527-7701
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: tmdocket@darbylaw.com
 Correspondent Name: Peter C. Schechter and Karin Segall
 Address Line 1: Darby & Darby P.C., P.O. Box 5257
 Address Line 4: New York, NEW YORK 10150-5257

NAME OF SUBMITTER:	Karin Segall
Signature:	/karin segall/
Date:	09/16/2005

OP \$40.00 1360641

Total Attachments: 16

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Filing fee: \$50.00

**DUPLICATE
ARTICLES OF MERGER (SUBSIDIARY)
OF DOMESTIC AND FOREIGN CORPORATIONS
INTO**

.....The Moore Company.....

Pursuant to the provisions of Sections 7-1.1-68.1 and 7-1.1-70 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Merger for the purpose of merging the subsidiary corporation(s) into itself:

FIRST: The names of the merging corporations and the States under the laws of which they are respectively organized are:

Name of Corporation	State
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See Exhibit A attached hereto and made a part hereof

SECOND: The laws of the State(s) under which the foreign corporation(s) is (are) organized permit such merger.

THIRD: The name of the surviving corporation is ...The Moore Company.....

.....
and it is to be governed by the laws of the State ofRhode Island.....

FOURTH: The following Plan of Merger was approved by the directors of the undersigned corporation in the manner prescribed by said Section 7-1.1-68.1 and as required by the applicable laws of the State under which it is organized:

(Insert Plan of Merger)

See Exhibit B attached hereto and made a part hereof

FIFTH: As to the subsidiary corporation(s), the number of shares outstanding, and the designation and number of outstanding shares of each class and the number of shares of each class owned by the surviving corporation are as follows:

<u>Number of shares outstanding</u>	<u>Number of shares owned by surviving corporation</u>	<u>Designation of class</u>	<u>Number of shares</u>	<u>Number of shares owned by surviving corporation</u>
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See Exhibit C attached hereto and made a part hereof

SIXTH: A copy of the Plan of Merger was mailed to the shareholders of the subsidiary corporation(s) on Not Applicable as described in Plan of Merger

SEVENTH: If the surviving corporation is to be governed by the laws of any other State, such surviving corporation hereby: (a) agrees that it may be served with process in the State of Rhode Island in any proceeding for the enforcement of any obligation of the above listed domestic corporation(s) and in any proceeding for the enforcement of the rights of any dissenting shareholder of such domestic corporation against the surviving corporation; (b) irrevocably appoints the Secretary of State of Rhode Island as its agent to accept service of process in any such proceeding; and (c) agrees that it will promptly pay to the dissenting shareholders of such domestic corporation(s) the amount, if any, to which they shall be entitled under the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, with respect to the rights of dissenting shareholders.

EIGHTH: Time merger is to become effective (§7-1.1-69): April 3, 1993

Dated March 1, 1993

The Moore Company
 (Exact Corporate Name)
 By Alfred A. Buckley
 (Its VICE President)
 and Barbara R. Ricard
 (Its ASST. Secretary)

STATE OF Rhode Island }
 COUNTY OF WASHINGTON } Sc.

At WESTERLY in said county on the 12th day of MARCH 19 93, before me personally appeared ALFRED A. BUCKLEY, who being by me first duly sworn, declared that he is the V. PRES. of The Moore Company that he signed the foregoing document as such V. PRES. corporation, and that the statements therein are true.

EXHIBIT A

<u>Name of Corporation</u>	<u>State</u>
Aldon Industries, Inc.	Delaware
B&M Manufacturing Co., Inc.	Delaware
B&M of Illinois, Inc.	Delaware
Darlington Fabrics Corporation	Delaware
Fulflex of North Carolina, Inc.	North Carolina
Fulflex of Tennessee, Inc.	Tennessee
Fulflex of Vermont, Inc.	Vermont
Moeller Manufacturing Co., Inc.	Delaware
Moeller of Tennessee, Inc.	Delaware
ZED Instruments USA Ltd.	Delaware

EXHIBIT B

PLAN OF MERGER

THIS PLAN OF MERGER, made and executed as of the 20th day of January, 1993 (the "Plan") by THE MOORE COMPANY, a Rhode Island corporation (the "Parent Company").

1. Capital Structure and Ownership

a. The Parent Company has a total authorized capital stock consisting of 63,000 shares of common stock, no par value, of which 15,909 shares are issued and outstanding on the date hereof.

b. Aldon Industries, Inc., a Delaware corporation ("Aldon"), has a total authorized capital stock consisting of 10,000 shares of common stock, no par value, of which 1,000 shares are issued and outstanding on the date hereof and held of record by the Parent Company.

c. B&M Manufacturing, Inc., a Delaware corporation ("B&M Manufacturing"), has a total authorized capital stock consisting of 100 shares of common stock, no par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

d. B&M of Illinois, Inc., a Delaware corporation ("B&M Illinois"), has a total authorized capital stock consisting of 100 shares of common stock, \$1.00 par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

e. Darlington Fabrics Corporation, a Delaware corporation ("Darlington"), has a total authorized capital stock consisting of 20,000 shares of common stock, no par value, of which 13,000 shares are issued and outstanding on the date hereof and held of record by the Parent Company.

f. Fulflex, Inc., a Rhode Island corporation ("Fulflex"), has a total authorized capital stock consisting of 100 shares of common stock, no par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

g. Fulflex of North Carolina, Inc., a North Carolina corporation ("Fulflex North Carolina"), has a total authorized capital stock consisting of 100,000 shares of common stock, no par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

h. Fulflex of Tennessee, Inc., a Tennessee corporation ("Fulflex Tennessee"), has a total authorized capital stock consisting of 2,000 shares of common stock, no par value, of which 1,000 shares are issued and outstanding on the date hereof and held of record by the Parent Company.

i. Fulflex of Vermont, Inc., a Vermont corporation ("Fulflex Vermont"), has a total authorized capital stock consisting of 5,000 shares of common stock, \$1.00 par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

j. George C. Moore Co., a Rhode Island corporation ("George C. Moore"), has a total authorized capital stock consisting of 100 shares of common stock, no par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

k. Moeller Manufacturing Co., Inc., a Delaware corporation ("Moeller Manufacturing"), has a total authorized capital stock consisting of 3,000 shares of common stock, \$1.00 par value, of which 1,000 shares are issued and outstanding on the date hereof and held of record by the Parent Company.

l. Moeller of Tennessee, Inc., a Delaware corporation ("Moeller Tennessee"), has a total authorized capital stock consisting of 100 shares of common stock, \$1.00 par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

m. ZED Instruments USA Ltd., a Delaware corporation ("Zed Instruments"), has a total authorized capital stock consisting of 3,000 shares of common stock, \$.01 par value, all of which are issued and outstanding on the date hereof and held of record by the Parent Company.

Aldon, B&M Manufacturing, B&M Illinois, Darlington, Fulflex, Fulflex North Carolina, Fulflex Tennessee, Fulflex Vermont, George C. Moore, Moeller Manufacturing, Moeller Tennessee and Zed Instruments shall sometimes be referred to herein individually as a "Subsidiary" and collectively as the "Subsidiaries."

2. Merger

At the Effective Time (as hereinafter defined) as applicable thereto, each of the Subsidiaries shall, pursuant to Section 68.1 of the Rhode Island Business Corporation Act and the laws of such Subsidiary's state of incorporation, and pursuant to the

reorganization provisions of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, be merged with and into the Parent Company, which shall be the surviving corporation and shall continue in existence, on the terms and conditions hereinafter set forth. At the Effective Time, the separate existence of such Subsidiary shall cease and the effect of the merger shall otherwise be as provided under Section 69 of the Rhode Island Business Corporation Act and the laws of such Subsidiary's state of incorporation.

3. Effective Time

The Effective Time of the merger provided for herein shall, with respect to each Subsidiary, be such time as may be specified in the certificate of the merger of such Subsidiary as herein contemplated, as issued by the Secretary of State of the State of Rhode Island.

4. Conversion of Shares

At the Effective Time of the merger of each Subsidiary:

a. The shares of common stock of the Subsidiary outstanding immediately prior to the Effective Time shall be cancelled.

b. The stock transfer books of the Subsidiary relating to the common stock issued and outstanding immediately prior to the merger shall be deemed to be finally closed.

5. The Surviving Corporation

a. From and after the merger of each Subsidiary until thereafter amended as provided by law, the Articles of Incorporation and Bylaws of the Parent Company as in effect immediately prior to the merger shall be and continue to be the Articles of Incorporation and Bylaws of the Parent Company.

b. The persons who are directors and officers of the Parent Company immediately prior to the merger shall, until otherwise changed in the manner provided by law, continue as the directors and officers of the Parent Company following the merger, and shall hold office as provided in the Articles of Incorporation and Bylaws of the Parent Company.

6. Waiver of Mailing

The Parent Company, as the sole shareholder of each of the Subsidiaries, hereby waives mailing of a copy of the Plan and

hereby agrees that the Plan, the articles of merger and any other certificates or other instruments required by law to be recorded with respect to the Company and each Subsidiary may be recorded in the appropriate offices in the State of Rhode Island and the state of such Subsidiary's incorporation at any time following the adoption and execution of the Plan.

7. Miscellaneous

This Plan may be executed in any number of counterparts, each of which shall be considered to be an original instrument.

IN WITNESS WHEREOF, the Parent Company has caused this Plan to be executed by an officer thereunto duly authorized, and its corporate seal to be affixed hereto, all as of the day and year first above written.

THE MOORE COMPANY

By: Alfred H. B. [Signature]
Title: Vice President

ATTEST

By: [Signature] R. [Signature] TREASURER
Title:

TORRANCE:MC008571 .AQ0

EXHIBIT C

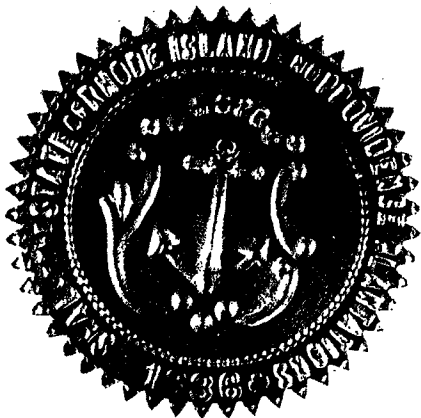
<u>Name of Corporation</u>	<u>Number of Shares Owned</u> <u>By Surviving Corporation</u>
Aldon Industries, Inc.	1,000
B&M Manufacturing Co., Inc.	100
B&M of Illinois, Inc.	100
Darlington Fabrics Corporation	13,000
Fulflex of North Carolina, Inc.	100,000
Fulflex of Tennessee, Inc.	1,000
Fulflex of Vermont, Inc.	5,000
Moeller Manufacturing Co., Inc.	1,000
Moeller of Tennessee, Inc.	100
ZED Instruments USA Ltd.	3,000

WP:Gallagher:C0092000.DR6

CERTIFICATE OF MERGER (SUBSIDIARY)
OF DOMESTIC AND FOREIGN CORPORATIONS
INTO

The Moore Company

I, Sandra M. Williams Acting Deputy Secretary of State of the State of Rhode Island, hereby certify that the duplicate originals of Articles of Merger of The Moore Company and Aldon Industries, Inc. a foreign corporation, B & M Manufacturing Co., Inc. a foreign corporation, B & M of Illinois, Inc. a foreign corporation, DARLINGTON FABRICS CORPORATION a foreign corporation, FULFLEX OF NORTH CAROLINA, INC. a foreign corporation, Fulflex of Tennessee, Inc. a foreign corporation Fulflex of Vermont, Inc. a foreign corporation, Moeller of Tennessee, Inc. foreign corporation ZED Instruments USA Ltd. a foreign corporation, Moeller Manufacturing Co., Inc. a foreign corporation not qualified in Rhode Island into The Moore Company, a domestic corporation, duly signed and verified pursuant to the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have been received in this office and are found to conform to law, and that the foregoing is a duplicate original of the Articles of Merger.



Witness my hand and the seal of
the State of Rhode Island this
1st day of April
1993 .


Acting Deputy Secretary of State



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Administration
DIVISION OF TAXATION
One Capitol Hill
Providence, RI 02908-5800

FAX (401) 277-6006

March 18, 1993

TO WHOM IT MAY CONCERN:

Re: DARLINGTON FABRICS CORP.

It appears from our records that the abovenamed corporation has filed all of the required Business Corporation Tax Returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of this date regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the abovenamed corporation for the purpose of:

A MERGER - CORPORATION IS THE NONSURVIVOR

Very truly yours,

R. Gary Clark
Tax Administrator

Ernest A. DeAngelis
Chief Revenue Agent
Corporations

State of Delaware
Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF THE MOORE COMPANY, A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF RHODE ISLAND, MERGING ALDON INDUSTRIES, INC. AND B & M MANUFACTURING CO., INC. AND B & M OF ILLINOIS, INC. AND DARLINGTON FABRICS CORPORATION AND MOELLER MANUFACTURING CO., INC. AND MOELLER OF TENNESSEE, INC. AND ZED INSTRUMENTS USA LTD. CORPORATIONS ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF APRIL, A.D. 1993, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF RHODE ISLAND.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE APPROPRIATE COUNTY RECORDER OF DEEDS FOR RECORDING.

* * * * *



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: *3846660

DATE: 04/05/1993

723092091

TRADEMARK
REEL: 003160 FRAME: 0530

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

Aldon Industries, Inc., B & M of Illinois, Inc.,
B & M Manufacturing Co., Inc., Moeller Manufacturing Co., Inc.
Moeller of Tennessee, Inc., ZED Instruments USA Ltd.,
and
Darlington Fabrics Corporation
(Subsidiaries)

Into

The Moore Company
(parent)

* * * * *

The Moore Company, a corporation organized and existing under
the laws of the State of Rhode Island,

DOES HEREBY CERTIFY;

FIRST: That this corporation was incorporated on the 19th
day of October, 1915, pursuant to the General Laws of the State
of Rhode Island, the provisions of which permit the merger of a
subsidiary corporation of another state into a parent corporation
organized and existing under the laws of said state.

SECOND: That this corporation owns all of the outstanding
shares of the stock of Aldon Industries, Inc., a corporation
incorporated on the 5th day of March, 1985, in accordance with
Delaware Corporation Law.

That this corporation owns all of the outstanding
shares of the stock of B & M of Illinois, Inc., a corporation
incorporated on the 7th day of August, 1989, in accordance with
Delaware Corporation Law.

Manufacturing Co., Inc., Moeller Manufacturing Co., Inc., Moeller of Tennessee, Inc., ZED Instruments USA Ltd. and Darlington Fabrics Corporation.

RESOLVED, that the Moore Company merge, and it hereby does merge into itself said Aldon Industries, Inc., B & M of Illinois, Inc., B & M Manufacturing Co., Inc., Moeller Manufacturing Co., Inc., Moeller of Tennessee, Inc., ZED Instruments USA Ltd. and Darlington Fabrics Corporation and assumes all of its obligations;

and

FURTHER RESOLVED, that the merger shall be effective April third, 1993.

FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Aldon Industries, Inc., B & M of Illinois, Inc., B & M Manufacturing Co., Inc., Moeller Manufacturing Co., Inc., Moeller of Tennessee, Inc., ZED Instruments USA Ltd. and Darlington Fabrics Corporation and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger; and

FOURTH: That this corporation survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Aldon Industries, Inc., B & M of Illinois, Inc., B & M Manufacturing Co., Inc., Moeller Manufacturing Co., Inc., Moeller of Tennessee, Inc., Zed Instruments USA, Ltd. and Darlington Fabrics Corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is P.O. Box 538, 36 Beach Street, Westerly, Rhode Island 02891 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to William R. Scott at the above address.

IN WITNESS WHEREOF, The Moore Company caused this Certificate to be signed by ALFRED S. BUCKLEY, its President/Vice President/Chairman of the Board of Directors/Vice-Chairman of the Board of Directors and attested by BARBARA P. PICARD, its Secretary/Assistant Secretary, this 17TH day of MARCH, 1993.

THE MOORE COMPANY

By:

Alfred S. Buckley
 President/~~Vice-President~~/Chairman
 of the Board of Directors/Vice
 Chairman of the Board of Directors

ATTEST:

By: Barbara P. Picard
 Secretary/Assistant Secretary

WP:Gallagher:MC008571.AMB

That this corporation owns all of the outstanding shares of the stock of B & M Manufacturing Co., Inc., a corporation incorporated on the 23rd day of December, 1988, in accordance with Delaware Corporation Law.

That this corporation owns all of the outstanding shares of the stock of Moeller Manufacturing Co., Inc., a corporation incorporated on the 10th day of December, 1985, in accordance with Delaware Corporation Law.

That this corporation owns all of the outstanding shares of the stock of Moeller of Tennessee, Inc., a corporation incorporated on the 26th day of June, 1989, in accordance with Delaware Corporation Law.

That this corporation owns all of the outstanding shares of the stock of Zed Instruments USA Ltd., Inc., a corporation incorporated on the 1st day of November, 1990, in accordance with Delaware Corporation Law.

That this corporation owns all of the outstanding shares of the stock of Darlington Fabrics Corporation, a corporation incorporated on the 1st day of May, 1929, in accordance with Delaware Corporation Law.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 10TH day of JANUARY, 1993, determined to and did merge into itself Aldon Industries, Inc., B & M of Illinois, Inc., B & M