

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2000

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
American Renolit Corporation		12/31/2000	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	American Renolit Corporation LaPorte
Street Address:	1207 East Lincolnway Avenue
City:	LaPorte
State/Country:	INDIANA
Postal Code:	46350
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1017429	RENOLIT
Registration Number:	1008388	R

CORRESPONDENCE DATA

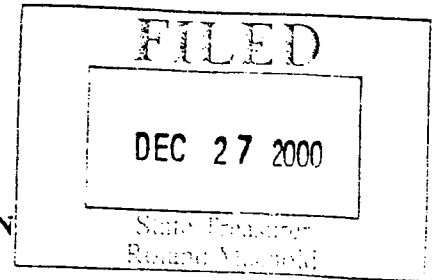
Fax Number: (317)592-5433
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 317-236-5826
 Email: forman@icemiller.com
 Correspondent Name: Alexander D. Forman
 Address Line 1: One American Sq., Box 82001
 Address Line 4: Indianapolis, INDIANA 46282-0200

ATTORNEY DOCKET NUMBER:	T03027-US-0; T03030-US-0
NAME OF SUBMITTER:	Alex D. Forman

OP \$65.00 1017429

Signature:	/Alex Forman/
Date:	10/10/2005
Total Attachments: 8 source=Renolit Merger#page1.tif source=Renolit Merger#page2.tif source=Renolit Merger#page3.tif source=Renolit Merger#page4.tif source=Renolit Merger#page5.tif source=Renolit Merger#page6.tif source=Renolit Merger#page7.tif source=Renolit Merger#page8.tif	

NEW JERSEY
 CERTIFICATE OF MERGER
 OF
 AMERICAN RENOLIT CORPORATION
 (A New Jersey Corporation)
 AND
 AMERICAN RENOLIT CORPORATION LAPORTE
 (A Delaware Corporation)



1. The name of the merging corporation is American Renolit Corporation (a New Jersey corporation). The name of the corporation that American Renolit Corporation will merge into and that will survive the merger is American Renolit Corporation LaPorte (a Delaware corporation). In connection with the merger, the surviving Delaware corporation (American Renolit Corporation LaPorte) will change its name (as set forth in the attached Agreement and Plan of Merger) to American Renolit Corporation.

2. The Agreement and Plan of Merger is attached hereto as Exhibit A.

3. If, at any time prior to the effective date hereof, events or circumstances occur which, in the opinion of the majority of the Board of Directors of either corporation, renders it inadvisable to consummate the merger, this Certificate of Merger shall not become effective regardless of the provisions previously adopted by the shareholders of the corporations as herein before provided. The filing of the Certificate of Merger shall conclusively establish that no action to terminate this Certificate has been taken by the Board of Directors of either corporation.

4. For convenience of the parties and to facilitate the approval of this Certificate, any number of counterparts thereof may be executed, and each such executed counterpart shall be deemed to be an original instrument.

5. This Certificate has been duly approved by the respective Boards of Directors of each corporation on the following dates:

<u>Name of Corporation</u>	<u>Dates of Approval</u>
American Renolit Corporation	December 21, 2000
American Renolit Corporation LaPorte	December 21, 2000

6. The Shareholders of American Renolit Corporation approved the Agreement and Plan of Merger on December 21, 2000.

7. The number of outstanding shares of stock of American Renolit Corporation entitled to vote is 700 shares, 700 of which were voted in favor of the merger. All such shares are voting common stock. There are no Class A Preferred shares outstanding and no other classes of series of shares have been authorized.

8. The Shareholders of American Renolit Corporation LaPorte approved the Agreement and Plan of Merger on December 21, 2000.

9. The number of outstanding shares of stock of American Renolit Corporation LaPorte entitled to vote is 1,000 shares, 1,000 of which were voted in favor of the merger. All such shares are voting common stock, and there are no nonvoting shares or other classes of series of shares.

10. The applicable provisions of the laws of the jurisdiction under which each of the corporations involved in the merger was organized will have been complied with upon filing.

11. American Renolit Corporation LaPorte (which will, after the merger, be named American Renolit Corporation) agrees that it may be served with process in the State of New Jersey in any proceeding for the enforcement of any obligation of American Renolit Corporation and in any proceeding for the enforcement of the rights of a dissenting shareholder of American Renolit Corporation against American Renolit Corporation LaPorte.

12. American Renolit Corporation LaPorte irrevocably appoints the Secretary of State of New Jersey as its agent to accept service of process in any proceeding mentioned in Section 11 above, and a copy of the process in such proceeding shall be mailed to P. David Mittiga, American Renolit Corporation, 1207 E. Lincolnway, LaPorte, Indiana 46350.

13. American Renolit Corporation LaPorte agrees that it will promptly pay to the dissenting shareholders of American Renolit Corporation any amount to which they shall be entitled under the laws of the State of New Jersey with respect to the rights of dissenting shareholders.

14. The effective date of this Certificate and this Merger shall be the later of the date of filing a Certificate of Merger with the Secretary of State in the State of Delaware or the date of filing

this Certificate of Merger with the Treasurer in the State of New Jersey on December 31, 2000 at 11:59 p.m. EST.

American Renolit Corporation LaPorte
(a Delaware Corporation)

By: 

P. David Mittiga, President

American Renolit Corporation
(a New Jersey Corporation)

By: 

P. David Mittiga, President

December 21, 2000

Ice Miller 730964.1

EXHIBIT A**AGREEMENT AND PLAN OF MERGER**

THIS AGREEMENT AND PLAN OF MERGER, dated as of December 21, 2000 (the "Agreement") between American Corporation LaPorte ("ARCL"), and American Renolit Corporation ("ARC");

WITNESSETH:

WHEREAS, ARCL is a corporation duly incorporated and validly existing under the laws of the State of Delaware, with 1,000 voting common shares authorized (the "ARCL Common Shares"), of which 1,000 are validly issued and outstanding and owned by Renolit-Werke GmbH, a German limited liability company.

WHEREAS, ARC is a corporation duly incorporated, validly existing and in good standing under the laws of the State of New Jersey, with 2500 shares of voting common stock authorized (the "ARC Shares"), of which 700 shares are validly issued and outstanding and owned by Renolit-Werke GmbH, a German limited liability company; and 500 Class A Preferred shares are authorized, of which none are currently issued and outstanding;

WHEREAS, the boards of directors of ARCL and ARC have deemed it desirable and in the best interests of ARCL and ARC that ARC be merged (the "Merger") with and into ARCL (after the Merger, the "New ARC") pursuant to the terms and conditions contained herein and have each, by resolutions duly adopted, approved this Agreement and the Merger; and

WHEREAS, the shareholder of ARCL and ARC has approved this Agreement and the Merger by written consent.

NOW THEREFORE, in consideration of the foregoing premises and the mutual covenants and agreements herein contained and for the purpose of prescribing the terms and conditions of the Merger, the manner and basis of converting the ARCL Shares and the ARC Shares into shares of the New ARC, and such other provisions as are deemed necessary or desirable, the parties hereto have agreed, and do hereby agree, subject to the terms and conditions hereinafter set forth, as follows:

Article I.**The Merger**

In accordance with the applicable provisions of the laws of the State of Delaware and the State of New Jersey, as of the Effective Time, as hereinafter defined, ARC shall be merged with and into ARCL, and ARCL shall be the surviving corporation of the Merger, governed by the laws of the State of Delaware.

TRADEMARK**REEL: 003172 FRAME: 0951**

Section 1.1. Effective Time. The Merger shall become effective at 11:59 p.m., EST, on the evening of December 31, 2000, and such date and time shall be the "Effective Time" referred to in this Agreement.

Section 1.2. Certificates of Merger. As soon as practicable after the execution hereof, a Certificate of Merger shall be executed by ARC and ARCL and filed with the Secretary of State of the State of Delaware as provided in the Delaware General Corporation Law, and a Certificate of Merger shall be executed by ARC and ARCL and filed with the appropriate authorities in New Jersey as provided by the New Jersey Business Corporation Law.

Section 1.3. Other Actions. ARCL and ARC shall take all such actions as may be reasonably necessary or appropriate in order to fully effectuate the Merger. If at any time after the Effective Time, any further action is necessary or desirable to carry out the purposes of this Agreement, the officers and directors of the New ARC shall take all such action.

Section 1.4. Effect of the Merger. As of the Effective Time, ARC shall be merged with and into ARCL and the separate corporate existence of ARC shall cease. The effect of the Merger shall be as provided under the Delaware General Corporation Law and the New Jersey Business Corporation Law. The Certificate of Incorporation and By-Laws of ARCL in effect immediately prior to the Effective Time shall continue to be the Certificate of Incorporation and By-Laws of the New ARC after the Merger, subject to the name change described below in Article II. The directors and officers of the New ARC shall be as follows:

Officers of New ARC

President:	P. David Mittiga
Treasurer:	Don D. Dames
Secretary:	Don D. Dames

Board of Directors of New ARC

Dieter Dengl
Ullrich Backhaus
Dieter Eckert
P. David Mittiga

These directors and officers shall take office as of the Effective Time and shall remain in office until such time thereafter as they may be replaced or removed in accordance with the Certificate of Incorporation and By-Laws of the New ARC and the applicable provisions of the Delaware General Corporation Law.

Article II.**Amendment of ARCL Certificate of Incorporation**

Section 1.1 Amendment of ARCL Certificate of Incorporation. As of the Effective Time, Article I of ARCL's Certificate of Incorporation shall be amended to read: "The name of the Corporation is American Renolit Corporation."

Article III.**Conversion of Shares**

As of the Effective Time, by virtue of the Merger and by operation of law, the 700 validly issued and outstanding ARC common shares shall be cancelled, and the 1,000 validly issued and outstanding ARCL common shares shall remain outstanding. The certificate for the ARC common shares that were issued and outstanding prior to the Merger shall be returned to the New ARC for cancellation.

Article IV.**Tax Treatment**

It is intended that the merger qualify as an A reorganization, as defined under Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, this Agreement, having first been duly approved by resolutions of the respective Board of Directors of each ARC and ARCL and approved by separate written consents of their common shareholder, is hereby executed on behalf of each of ARC and ARCL by their respective officers, all as of the date first above written.

American Renolit Corporation LaPorte

By: 

P. David Mittiga, President

American Renolit Corporation

By: 

P. David Mittiga, President

TRADEMARK

REEL: 003172 FRAME: 0953

State of Delaware
Office of the Secretary of State

PAGE 1

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 MERGER, WHICH MERGES:

"AMERICAN RENOLIT CORPORATION", A NEW JERSEY CORPORATION, WITH AND INTO "AMERICAN RENOLIT CORPORATION LAPORTE" UNDER THE NAME OF "AMERICAN RENOLIT CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Secretary of State

2253971 8100M

AUTHENTICATION: 0905159

001653385

DATE: 01-09-01

TRADEMARK
REEL: 003172 FRAME: 0954

STATE OF DELAWARE
CERTIFICATE OF MERGER
DOMESTIC CORPORATION AND FOREIGN CORPORATION

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the corporation that will survive the merger is American Renolit Corporation LaPorte, a Delaware corporation, and the name of the corporation being merged into this surviving corporation is American Renolit Corporation, a New Jersey corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: American Renolit Corporation LaPorte will survive the merger. As set forth in the amendment below, the name of the surviving corporation will be changed to American Renolit Corporation in conjunction with the merger, such that the name of the surviving corporation after the merger takes effect will be American Renolit Corporation.

FOURTH: The name of the surviving corporation is hereby changed by amending Article I of the surviving corporation's certificate of merger to read as follows: "The name of the Corporation is American Renolit Corporation." In all other respects, the Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation after the merger.

FIFTH: The authorized stock and par value of the non-Delaware (New Jersey) company is 2500 voting common shares at 500 Class A Preferred Shares, all of which are no par value shares. Immediately prior to the merger, 700 voting common shares of Class A Preferred Shares were outstanding.

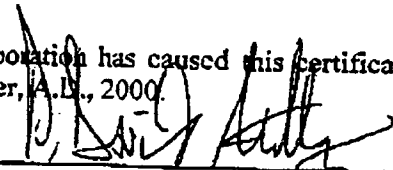
SIXTH: The merger is to become effective on December 31, 2000, at 11:59 p.m. (EST).

SEVENTH: An executed copy of the Agreement and Plan of Merger is on file at 1207 East Lincolnway, LaPorte, IN 45350, the place of business of the surviving corporation.

EIGHTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this Certificate to be signed by an authorized officer, the 21st day of December, A.D., 2000.

By: _____


P. David Mittiga, President of
American Renolit Corporation LaPorte

731378.1