

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/07/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Snapper Products, Inc.	FORMERLY Giant-Vac, Inc. and Ferris Industries, Inc.	07/07/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Simplicity Manufacturing, Inc.
Street Address:	500 North Spring Street
City:	Port Washington
State/Country:	WISCONSIN
Postal Code:	53074
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Serial Number:	78427149	TRAIL CRUISER
Serial Number:	78427159	TURF CRUISER
Registration Number:	2970291	WHISPER JET
Registration Number:	2951729	
Registration Number:	2923139	FAST-VAC
Registration Number:	2920858	Z-VAC
Registration Number:	2614705	SNAPPER
Registration Number:	2434269	GROUNDS CRUISER
Registration Number:	2379822	YARD CRUISER
Registration Number:	2308136	SNAPPER
Registration Number:	2277715	SNAPPER
Registration Number:	2266703	SNAPPER GROUNDBREAKER

CH \$740.00 78427149

Registration Number:	2196494	PRO EXPRESS
Registration Number:	2187119	SNAPPER "LEGENDARY QUALITY"
Registration Number:	2101146	SNAPPER RIDER
Registration Number:	2090111	TURF CRUISER
Registration Number:	2087765	SNAPPER PRO
Registration Number:	2064023	DURA-STEEL
Registration Number:	1875813	ACCUTRAC
Registration Number:	1781987	NINJA
Registration Number:	1392970	PAC-N-SAC
Registration Number:	1274849	THATCHERIZER
Registration Number:	1186440	SNAPPER
Registration Number:	1165244	HI VAC
Registration Number:	1073474	SNAPPER
Registration Number:	1064334	BAG-N-WAGON
Registration Number:	1056460	SNAPPERIZER
Registration Number:	0741567	SNAPPER
Registration Number:	2036223	A.I.R.

CORRESPONDENCE DATA

Fax Number: (414)277-0656
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 262-956-6560
Email: mkeipdocket@michaelbest.com
Correspondent Name: Michael Best & Friedrich LLP
Address Line 1: 100 East Wisconsin Avenue
Address Line 2: Suite 3300
Address Line 4: Milwaukee, WISCONSIN 53202-4108

ATTORNEY DOCKET NUMBER:	086303/9700 US00
NAME OF SUBMITTER:	Casimir F. Laska
Signature:	/casimir f. laska/
Date:	02/22/2006

Total Attachments: 5
source=f0221852#page1.tif
source=f0221852#page2.tif
source=f0221852#page3.tif
source=f0221852#page4.tif
source=f0221852#page5.tif

Delaware

PAGE 1

The First State

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 OWNERSHIP, WHICH MERGES:

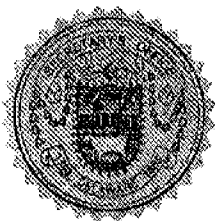
"FERRIS INDUSTRIES, INC.", A NEW YORK CORPORATION,

"GIANT-VAC, INC.", A DELAWARE CORPORATION,

"SNAPPER PRODUCTS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SIMPLICITY MANUFACTURING, INC." UNDER THE NAME OF "SIMPLICITY MANUFACTURING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF JULY, A.D. 2004, AT 2:54 O'CLOCK P.M.

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



0952322 8100M

040498827

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3219141

DATE: 07-07-04

TRADEMARK
REEL: 003251 FRAME: 0223

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:57 PM 07/07/2004
FILED 02:54 PM 07/07/2004
SRV 040498827 - 0952322 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

FERRIS INDUSTRIES, INC.,

GIANT-VAC, INC.

AND

SNAPPER PRODUCTS, INC.

INTO

SIMPLICITY MANUFACTURING, INC.

(Pursuant to Section 253 of the General Corporation Law of Delaware)

SIMPLICITY MANUFACTURING, INC., a corporation incorporated January 13, 1983, pursuant to the provisions of the General Corporation Law of the State of Delaware DOES HEREBY CERTIFY that:

FIRST: This corporation owns 100% of the capital stock of Ferris Industries, Inc., a New York corporation incorporated on December 3, 1909, pursuant to the provisions of the New York Business Corporation Law, Giant-Vac, Inc. a Delaware corporation incorporated on November 29, 2000, pursuant to the provisions of the Delaware General Corporation Law and Snapper Products, Inc., a Delaware corporation incorporated October 3, 2002, pursuant to the provisions of the Delaware General Corporation Law.

SECOND: This corporation, by a resolution of its sole shareholder and sole director duly adopted by unanimous written consent on the 7th day of July, 2004, determined to and did merge into itself said Ferris Industries, Inc., Giant-Vac, Inc. and Snapper Products, Inc., which resolution is in the following words to wit:

WHEREAS, the Corporation lawfully owns 100% of the outstanding stock of Snapper Products, Inc., a Delaware corporation, Giant-Vac, Inc., a Delaware

QBMKE\598188.2

TRADEMARK
REEL: 003251 FRAME: 0224

corporation and Ferris Industries, Inc., a New York corporation (collectively, the "Subsidiaries"); and

WHEREAS, the Corporation desires to merge the Subsidiaries into the Corporation, and to be possessed of all the estate, property, rights, privileges and franchises of the Subsidiaries;

NOW, THEREFORE, BE IT RESOLVED, that the Corporation merge the Subsidiaries into the Corporation and assume all of the Subsidiaries' liabilities and obligations;

FURTHER RESOLVED, that any one of the officers of the Corporation is hereby authorized and directed to make and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions and the date of their adoption, and to file and record the same with the Delaware Secretary of State and the New Castle County Recorder of Deeds;

FURTHER RESOLVED, that the Plan of Merger, a copy of which is attached hereto as Exhibit A, is hereby approved and adopted;

FURTHER RESOLVED, that any one of the officers of the Corporation is hereby authorized and directed to make and execute an appropriate Certificate of Merger and to file the same with the New York Department of State;

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and directed to do all acts which they in their discretion shall deem necessary and appropriate to cause the merger described above to become effective under the laws of the States of Delaware and New York.

THIRD: The effective time of the merger referred to herein shall be upon filing of the appropriate Certificate of Merger with the Delaware Secretary of State and the New York Department of State, respectively.

IN WITNESS WHEREOF, said Simplicity Manufacturing, Inc. has caused this certificate to be signed this 7th day of July, 2004.

**SIMPLICITY MANUFACTURING,
INC.**

By: 
Robert F. Heath, Secretary

SCHEDULE

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date.</u>
WHISPER JET	2970291	July 19, 2005
MISCELLANEOUS DESIGN	2951729	May 17, 2005
FAST-VAC	2923139	February 1, 2005
Z-VAC	2920858	January 25, 2005
SNAPPER	2614705	September 3, 2002
GROUNDS CRUISER	2434269	March 6, 2001
YARD CRUISER	2379822	August 22, 2000
SNAPPER	2308136	January 18, 2000
SNAPPER	2277715	September 14, 1999
SNAPPER GROUNDBREAKER	2266703	August 3, 1999
PRO EXPRESS	2196494	October 13, 1998
SNAPPER "LEGENDARY QUALITY" and Design	2187119	September 8, 1998
SNAPPER RIDER and Design	2101146	September 30, 1997
TURF CRUISER	2090111	August 19, 1997
SNAPPER PRO	2087765	August 12, 1997
DURA-STEEL	2064023	May 20, 1997
A.I.R.	2036223	February 4, 1997
ACCUTRAC	1875813	January 24, 2005
NINJA (Stylized)	1781987	July 13, 1993
PAC-N-SAC	1392970	May 13, 1986
THATCHERIZER	1274849	April 24, 1984
SNAPPER	1186440	January 19, 1982
HI VAC	1165244	August 18, 1981
SNAPPER	1073474	September 20, 1977
BAG-N-WAGON	1064334	April 26, 1977
SNAPPERIZER	1056460	January 18, 1977
SNAPPER	0741567	December 4, 1962

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
TRAIL CRUISER	78-427149	May 28, 2004
TURF CRUISER	78-427159	May 28, 2004