

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2001		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lowry Computer Products, Inc.		12/21/2001	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Lowry Holding Company, Inc.		
Doing Business As:	DBA Lowry Computer Products, Inc.		
Street Address:	9420 Maltby Road		
City:	Brighton		
State/Country:	MICHIGAN		
Postal Code:	48116		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1393630	LOWRY	
Registration Number:	1699048	SCUF TUFF	
CORRESPONDENCE DATA			
Fax Number:	(248)203-0763		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	248-203-0700		
Email:	ipmail@dykema.com		
Correspondent Name:	Michelle R. Osinski		
Address Line 1:	39577 Woodward Avenue		
Address Line 2:	Suite 300		
Address Line 4:	Bloomfield Hills, MICHIGAN 48304		
ATTORNEY DOCKET NUMBER:	87319-020 & --021		

CH \$65.00 1393630

900042936

TRADEMARK
REEL: 003254 FRAME: 0164

NAME OF SUBMITTER:	Connie McLean
Signature:	/Connie McLean/
Date:	02/27/2006
<p>Total Attachments: 10</p> <p>source=Lowry Assignment#page1.tif</p> <p>source=Lowry Assignment#page2.tif</p> <p>source=Lowry Assignment#page3.tif</p> <p>source=Lowry Assignment#page4.tif</p> <p>source=Lowry Assignment#page5.tif</p> <p>source=Lowry Assignment#page6.tif</p> <p>source=Lowry Assignment#page7.tif</p> <p>source=Lowry Assignment#page8.tif</p> <p>source=Lowry Assignment#page9.tif</p> <p>source=Lowry Assignment#page10.tif</p>	

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"KEYLESS DATA ENTRY & RECALL, INC.", A CALIFORNIA CORPORATION,

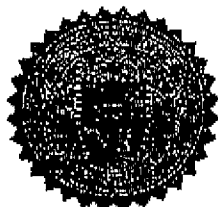
"LOWRY COMPUTER PRODUCTS, INC.", A MICHIGAN CORPORATION,

"P.A.R. ASSOCIATES, INC.", A COLORADO CORPORATION,

WITH AND INTO "LOWRY HOLDING COMPANY, INC." UNDER THE NAME OF "LOWRY HOLDING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2001, AT 8:30 O'CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2404921 9330

AUTHENTICATION: 1532193

010667816

DATE: 12-29-01

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:

"KEYLESS DATA ENTRY & RECALL, INC.", A CALIFORNIA CORPORATION,

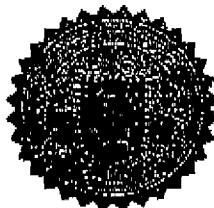
"LOWRY COMPUTER PRODUCTS, INC.", A MICHIGAN CORPORATION,

"P.A.R. ASSOCIATES, INC.", A COLORADO CORPORATION,

WITH AND INTO "LOWRY HOLDING COMPANY, INC." UNDER THE NAME OF "LOWRY HOLDING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2001, AT 8:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001.

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



2404921 8100M

010667816

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1532192

DATE: 12-29-01

Dec-26-01 12:40pm From:MMSC

+919-465-8000

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 08:30 AM 12/26/2001
010667816 - 2404921

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
LOWRY COMPUTER PRODUCTS, INC.,
P.A.R. ASSOCIATES, INC., AND
KEYLESS DATA ENTRY & RECALL, INC.
INTO
LOWRY HOLDING COMPANY, INC.**

Lowry Holding Company, Inc. (the "Parent"), pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: That Parent was incorporated on the 23rd day of May, 1994, pursuant to the DGCL.

SECOND: That Parent owns all of the outstanding common shares of Lowry Computer Products, Inc. ("LCP"), a corporation incorporated on the 26th day of April, 1979, pursuant to the Michigan Business Corporation Act ("MBCA") and the Laws of the State of Michigan, the provisions of which permit the merger of a corporation of another state and a corporation organized and existing under the laws of said state.

THIRD: That Parent owns all of the outstanding common shares of P.A.R. Associates, Inc. ("PAR"), a corporation incorporated on the 31st day of October, 1980, pursuant to the Colorado Business Corporation Act ("CBCA") and the Laws of the State of Colorado, the provisions of which permit the merger of a corporation of another state and a corporation organized and existing under the laws of said state.

FOURTH: That Parent owns all of the outstanding common shares of Keyless Data Entry & Recall, Inc. ("Keyless"), a corporation incorporated on the 2nd day of April, 1985, pursuant to the California Corporations Code ("CCC") and the Laws of the State of California, the provisions of which permit the merger of a corporation of another state and a corporation organized and existing under the laws of said state.

FIFTH: That the Board of Directors of Parent on December 21, 2001, duly adopted resolutions authorizing the merger of LCP, PAR and Keyless with and into Parent. A true copy of such resolutions is attached hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

SIXTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Parent at any time prior to the time that this merger being filed with the Secretary of State becomes effective.

SEVENTH: That this Certificate of Merger shall be effective December 31, 2001.

Dec-26-01 12:40pm From:IMSC

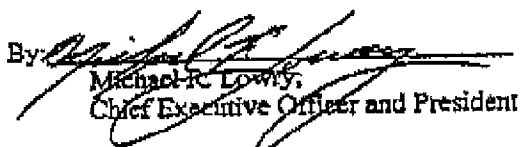
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IN WITNESS WHEREOF, said Parent has caused this Certificate of Merger to be executed by Michael R. Lowry, Chief Executive Officer and President, as of this 21st day of December, 2001.

LOWRY HOLDING COMPANY, INC.,
a Delaware corporation

By:


Michael R. Lowry,
Chief Executive Officer and President

TRADEMARK

REEL: 003254 FRAME: 0169

Dec-26-01 12:40pm From:HWSC

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Exhibit A

RESOLVED, that the Corporation be merged with its wholly-owned subsidiary corporations, LCP, PAR and Keyless (the "Merger"), with the Corporation as the surviving corporation (the "Surviving Corporation"), pursuant to Section 253 of the DGCL and the applicable sections of the MBCA, CBCA, and CCC; and

FURTHER RESOLVED, that for federal income tax purposes this Merger shall be treated as a tax-free liquidation of the Subsidiary into Parent pursuant to Section 332 of the Internal Revenue Code of 1986, as amended; and

FURTHER RESOLVED, that the form, terms and provisions of the Certificate of Merger, Plan of Merger and Certificate of Ownership and Merger (together, the "Merger Documents"), are approved and adopted; and

FURTHER RESOLVED, that by virtue of the Merger, each issued and outstanding share of Common Stock of Parent shall remain one fully paid and non-assessable share of Common Stock of Parent, and the holders of such shares shall remain, at the effective time of the Merger, the stockholders of Parent; and

FURTHER RESOLVED, that each Common Share of LCP issued and outstanding at the effective date of the Merger and all rights in respect thereof shall, by virtue of the Merger and without any action on the part of the holder of such Common Share, no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Surviving Corporation or the right to receive cash or any other consideration; and

FURTHER RESOLVED, that each Common Share of PAR issued and outstanding at the effective date of the Merger and all rights in respect thereof shall, by virtue of the Merger and without any action on the part of the holder of such Common Share, no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Surviving Corporation or the right to receive cash or any other consideration; and

FURTHER RESOLVED, that each Common Share of Keyless issued and outstanding at the effective date of the Merger and all rights in respect thereof shall, by virtue of the Merger and without any action on the part of the holder of such Common Share, no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Surviving Corporation or the right to receive cash or any other consideration; and

FURTHER RESOLVED, that the Bylaws of Parent shall be the Bylaws of the Surviving Corporation; and

Doc-26-01 12:14/pm From-HMSC

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FURTHER RESOLVED, that the directors of Parent immediately prior to the Merger shall be the directors of the Surviving Corporation; and

FURTHER RESOLVED, that the officers of Parent are authorized and directed to execute, deliver and file a Certificate of Ownership and Merger setting forth, among other things, a copy of these resolutions and the date of their adoption; and that such officers are hereby authorized and directed to cause such executed Certificate of Ownership and Merger to be filed in the Office of the Secretary of State of Delaware, to cause a certified copy of such Certificate to be recorded in the Office of the Recorder of Deeds of New Castle County, all in accordance with Sections 103 and 253 of the DGCL, to file such Certificate of Merger as required under the MBCA, to file such Certificate of Ownership as required under the CCC, and to file such Articles of Merger as required under the CBCA; and

FURTHER RESOLVED, that the Merger shall become effective upon the filing of such Certificate of Merger with the Bureau of Commercial Services, Corporation Division of the State of Michigan in accordance with the MBCA; Certificate of Ownership with the California Secretary of State, Corporation Department in accordance with CCC; Articles of Merger with the Colorado Secretary of State, Corporation Section in accordance with CBCA; and a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware in accordance with Sections 103 and 253 of the DGCL; and

FURTHER RESOLVED, that the officers of Parent are authorized and directed to execute, deliver and file any and all documents, instruments or agreements necessary or required in order to effectuate the transactions contemplated by the Merger Documents; and

FURTHER RESOLVED, that Parent, through any of its officers, is hereby authorized and directed, to execute and deliver such other documents, and to take such other actions as such officers, in their sole discretion, may deem appropriate in order to consummate the transactions contemplated herein, and all documents heretofore or hereafter executed and all actions heretofore or hereafter taken by any officer pursuant to these resolutions are hereby ratified and confirmed and shall be fully binding and enforceable upon Parent.

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CONSENT IN LIEU OF COMBINED SPECIAL MEETING
OF THE SOLE SHAREHOLDER AND BOARD OF DIRECTORS OF
LOWRY COMPUTER PRODUCTS, INC.

The undersigned, being the sole shareholder and all of the members of the Board of Directors of LOWRY COMPUTER PRODUCTS, INC., a Michigan corporation (the "Corporation"), hereby consent to and authorize the following actions of the Corporation:

RESOLVED, that the Corporation, through any of its officers, is hereby authorized and directed to (i) merge with and into its Parent Corporation, LOWRY HOLDING COMPANY, INC., a Delaware corporation ("Lowry"), with Lowry being the surviving corporation, pursuant to a Plan of Merger substantially in the form of Exhibit A attached hereto, which is hereby adopted (the "Plan of Merger"); and (ii) execute and deliver any and all documents, instruments or agreements necessary or required in order to effectuate the foregoing.

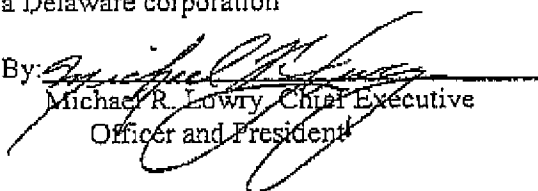
FURTHER RESOLVED, that for federal income tax purposes this merger shall be treated as a tax-free liquidation of the Corporation into Lowry pursuant to Section 332 of the Internal Revenue Code of 1986, as amended; and

FURTHER RESOLVED, that this Corporation, through any of its officers is hereby authorized and directed, to execute and deliver such other documents, and to take such other actions as it, in the sole discretion of its officers, may deem appropriate in order to consummate the transactions contemplated herein, and all documents heretofore or hereafter executed and all actions heretofore or hereafter taken by this Corporation are hereby ratified and confirmed and shall be fully binding and enforceable upon this Corporation.

SHAREHOLDER:

LOWRY HOLDING COMPANY, INC.,
a Delaware corporation

Dated: December 21, 2001

By: 
Michael R. Lowry, Chief Executive
Officer and President

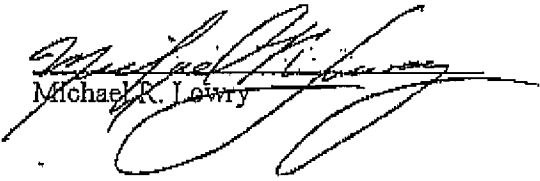
[signatures continued]

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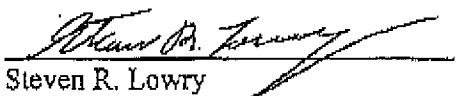
[signatures continued]

DIRECTORS:

Dated: December 21, 2001


Michael R. Lowry

Dated: December 21, 2001


Steven R. Lowry

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PLAN OF MERGER

The following is the Plan of Merger of Lowry Holding Company, Inc., a Delaware corporation (the "Parent Corporation" or the "Surviving Corporation"), Lowry Computer Products, Inc. ("Merger Sub 1"), Keyless Data Entry & Recall, Inc., a California corporation ("Merger Sub 2"), and P.A.R. Associates, Inc., a Colorado corporation ("Merger Sub 3"), hereinafter called the "Plan."

1. Merger. Merger Sub 1, Merger Sub 2 and Merger Sub 3 shall be merged with and into the Parent Corporation in accordance with the laws of the State of Delaware, the laws of the State of Michigan, the laws of the State of California and the laws of the State of Colorado and in conformance with Section 332 of the Internal Revenue Code of 1986, as amended.

2. Cessation of Business. As of December 31, 2001, Merger Sub 1, Merger Sub 2 and Merger Sub 3 shall cease to be a going concern and all of their assets and liabilities shall become assets and liabilities of the Parent Corporation.

3. Outstanding Shares; Share Transfer. Merger Sub 1 has 250,000 shares of Common Stock, \$1.00 par value per share outstanding as of December 21, 2001. Merger Sub 2 has 11,000 shares of Common Stock, \$1.00 par value per share outstanding as of December 21, 2001. Merger Sub 3 has 30,000 shares of Common Stock, \$1.00 par value per share outstanding as of December 21, 2001. The Parent Corporation has 100,000 shares of Common Stock, \$1.00 par value per share outstanding as of December 21, 2001.

4. Effect on Stock. At the effective time of the Merger:

(a) Each share of Common Stock of Merger Sub 1 issued and outstanding at the effective date of the merger and all rights in respect thereof shall, by virtue of the merger and without any action on the part of the holder of such Common Stock, shall no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Surviving Corporation or the right to receive cash or any other consideration.

(b) Each share of Common Stock of Merger Sub 2 issued and outstanding at the effective date of the merger and all rights in respect thereof shall, by virtue of the merger and without any action on the part of the holder of such Common Stock, shall no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Surviving Corporation or the right to receive cash or any other consideration.

(c) Each share of Common Stock of Merger Sub 3 issued and outstanding at the effective date of the merger and all rights in respect thereof shall, by virtue of the merger and without any action on the part of the holder of such Common Stock, shall no longer be outstanding and shall be cancelled and retired and cease to exist without any consideration, and shall not be converted into stock of the Surviving Corporation or the right to receive cash or any other consideration.

(d) Each share of Common Stock of the Surviving Corporation issued and outstanding shall, by virtue of the merger and without any action on the part of the holder of such Common Stock of the Surviving Corporation, remain one fully paid and non-assessable share of Common Stock of the Surviving Corporation, and the holders of such shares shall remain, at the effective time of the merger, the stockholders of the Surviving Corporation. Outstanding certificates representing Common Stock of the Surviving Corporation shall, after the effective time of the merger, continue to represent the same number of shares Common Stock of the Surviving Corporation, and the holders of such certificate shall have the same rights which it would have if such certificate had been issued after the merger by the Surviving Corporation. :-

5. Certificate of Incorporation, Bylaws, Directors and Officers

The Certificate of Incorporation and Bylaws of the Parent Corporation, as in effect immediately before the effective time of the Merger, shall be the Certificate of Incorporation and Bylaws of the Parent Corporation and shall thereafter continue to be its Certificate of Incorporation and Bylaws until duly altered or amended.

The directors and officers of the Parent Corporation at the effective time of the Merger shall be the directors and officers of the Parent Corporation, and shall hold office from the effective time of the Merger until their respective successors are duly elected or appointed and qualified in the manner provided by the Certificate of Incorporation and Bylaws of the Parent Corporation, or as otherwise provided by law.

6. Power of the Board of Directors. The Board of Directors and the officers of the Merger Sub 1, Merger Sub 2 and Merger Sub 3 are hereby severally authorized to do or to authorize any and all acts and things as provided for in the Plan, to do or to authorize further acts and things as any of them may deem necessary or desirable to carry out the purposes of the Plan, including the execution and filing of all such certificates, documents, information, returns and other papers which may be necessary or appropriate to effectuate the merger of Merger Sub 1, Merger Sub 2 and Merger Sub 3 and the distribution of the Merger Sub 1, Merger Sub 2 and Merger Sub 3 assets to the Parent Corporation in accordance with the law.

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