

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/17/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Camden Wire Co., Inc.		01/17/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Omega Wire, Inc.
Street Address:	12 Masonic Avenue
Internal Address:	c/o Mr. Donald F. DeKay, Jr.
City:	Camden
State/Country:	NEW YORK
Postal Code:	13306
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2123578	CW CO
Registration Number:	2122852	CAMDEN
Registration Number:	2031992	PREBOND

CORRESPONDENCE DATA

Fax Number: (315)474-4216
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 315-233-8220
 Email: rengel@mackenziehughes.com
 Correspondent Name: Richard C. Engel
 Address Line 1: 101 South Salina Street
 Address Line 2: 6th Floor
 Address Line 4: Syracuse, NEW YORK 13202

ATTORNEY DOCKET NUMBER:	297
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OP \$90.00 2123578

NAME OF SUBMITTER:	Richard C. Engel
Signature:	/Richard C. Engel/
Date:	02/27/2006
Total Attachments: 9 source=Cert of Merger NY#page1.tif source=Cert of Merger NY#page2.tif source=Cert of Merger NY#page3.tif source=Cert of Merger NY#page4.tif source=Cert of Merger NY#page5.tif source=Cert of Merger NY#page6.tif source=Cert of Merger DE#page1.tif source=Cert of Merger DE#page2.tif source=Cert of Merger DE#page3.tif	

FILING RECEIPT

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ENTITY NAME: OMEGA WIRE, INC.

DOCUMENT TYPE: MERGER (FOR. BUSINESS)
PROCESS

COUNTY: ONEI

SERVICE COMPANY: LIBERTY CORPORATE SERVICES, INC.

SERVICE CODE: AL

CONSTITUENT NAME: CAMDEN WIRE CO., INC.

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FILED:01/17/2006 DURATION:***** CASH#:060117000927 FILM #:060117000861

ADDRESS FOR PROCESS

EFFECT DATE

C/O CT CORPORATION SYSTEM
111 EIGHTH AVE
NEW YORK, NY 10011

01/17/2006

REGISTERED AGENT

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FILER	FEES		PAYMENTS	
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	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	0.00
MACKENZIE HUGHES LLP	CERT	0.00	CHARGE	0.00
101 SOUTH SALINA ST.	COPIES	10.00	DRAWDOWN	220.00
	HANDLING	150.00	OPAL	0.00
SYRACUSE, NY 13202			REFUND	0.00

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TRADEMARK

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

January 24, 2006



A handwritten signature in black ink, appearing to be "R. H. Ho", written in a cursive style.

Special Deputy Secretary of State

DOS-1266 (9/05)

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060117000

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CERTIFICATE OF MERGER

OF

CAMDEN WIRE CO., INC.

INTO

OMEGA WIRE, INC.

Under Section 907 of the Business Corporation Law

I, the undersigned, President of each of Camden Wire Co. Inc., a New York corporation, and Omega Wire, Inc., a Delaware corporation, **DO HEREBY CERTIFY:**

1. The name of each constituent corporation is Camden Wire Co., Inc., a New York corporation (hereinafter referred to as "CWC"), and Omega Wire, Inc., a Delaware corporation (hereinafter referred to as "Omega"). The name of the surviving corporation is Omega Wire, Inc., a Delaware corporation.

2. The respective sole shareholders and boards of directors of Omega and CWC have voted to merge CWC with and into Omega with Omega surviving under the name "Omega Wire, Inc."

3. The designation and number of outstanding shares (of each class) of the constituent corporations are as follows:

<u>Name</u>	<u>Designation and Number of Authorized Shares</u>	<u>Number of Shares Outstanding</u>
Camden Wire Co., Inc.	1,000 shares, common stock, consisting of one class, without par value	1,000 shares
Omega Wire, Inc.	1,000 shares, common stock, \$.01 par value per share	1,000 shares

The outstanding shares of the constituent corporations will not change prior to the effective date of the merger.

4. The certificate of incorporation of CWC was filed by the New York Department of State on August 24, 1976 under the name Oneida Wire Co., Inc. A certificate of amendment of certificate of incorporation of CWC was filed by the Department of State of the State of New

York on January 3, 1977 to effectuate a name change from "Oneida Wire Co., Inc." to "Camden Wire Co., Inc."

5. The surviving corporation is Omega, a corporation of the State of Delaware, incorporated on the 9th day of December, 1988. Omega filed an application for authority with the New York Department of State on October 28, 1997. The merger is permitted by the laws of the State of Delaware and is in compliance therewith.

6. Omega agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability of or obligation of any constituent corporation, previously amenable to suit in the State of New York, and for the enforcement under Business Corporation Law of the State of New York (the "BCL"), of the right of shareholders of any constituent domestic corporation to receive payment for their shares against the surviving corporation; and it designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner sent forth in paragraph (b) of Section 306 of the BCL, in any action or special proceeding. The post office address to which the Secretary of State of the State of New York shall mail a copy of any process against it served upon him or her is: c/o CT Corporation System, 111 Eighth Avenue, New York, New York 10011. Such post office address shall supersede any prior address designated as the address to which process shall be mailed.

7. (i) All fees and taxes (including penalties and interest) administered by the New York State Department of Taxation and Finance ("Department of Taxation and Finance") which are then due and payable by the constituent domestic corporation have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of the merger (which return, if estimated, shall be subject to amendment) has been filed by the constituent domestic corporation and (ii) the surviving foreign corporation agrees that it will, within thirty days after the filing of the certificate of merger, file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by the constituent domestic corporation.

8. Omega as the surviving corporation agrees further that, subject to the provisions of Section 623 of the BCL, it will promptly pay to the shareholders of each constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of the BCL relating to the right of shareholders to receive payment for their shares.

9. The merger contemplated hereby shall be effective at the time of filing of this Certificate of Merger.

IN WITNESS WHEREOF, the undersigned have each caused this certificate to be signed on their behalf this 23rd day of December 2005.

CAMDEN WIRE CO., INC.

By: *Rodney D. Kent*
Rodney D. Kent
Chief Executive Officer

OMEGA WIRE, INC.

By: *Rodney D. Kent*
Rodney D. Kent
Chief Executive Officer

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CERTIFICATE OF MERGER
OF
CAMDEN WIRE CO., INC.
INTO
OMEGA WIRE, INC.

Under Section 907 of the Business Corporation Law

2006 JAN 17 PM 2:52

FILED

1cc

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JAN 17 2006

TAX \$ _____
BY: *dtc*
Orinda

Filer:
Mackenzie Hughes, LLP
101 South Salina Street
Syracuse, NY 13202

Customer Reference #8968

LCS

DRAWDOWN - #AL

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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 MERGER, WHICH MERGES:

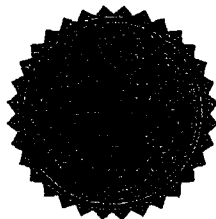
"CAMDEN WIRE CO., INC.", A NEW YORK CORPORATION,

WITH AND INTO "OMEGA WIRE, INC." UNDER THE NAME OF "OMEGA WIRE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF JANUARY, A.D. 2006, AT 9:53 O'CLOCK A.M.

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

2180662 8100M

060040869



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4453396

DATE: 01-17-06

TRADEMARK
REEL: 003254 FRAME: 0404

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:53 AM 01/17/2006
FILED 09:53 AM 01/17/2006
SRV 060040869 - 2180662 FILE

CERTIFICATE OF MERGER

OF

CAMDEN WIRE CO., INC.

INTO

OMEGA WIRE, INC.

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law

OMEGA WIRE, INC., a corporation organized and existing under the laws of the State of Delaware, **DOES HEREBY CERTIFY:**

FIRST: The name of the surviving corporation is **OMEGA WIRE, INC.**, a Delaware corporation, and the name of the corporation being merged into the surviving corporation is **CAMDEN WIRE CO., INC.**, a New York corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FOURTH: The authorized stock and par value of the non-Delaware corporation is 1,000 shares no par value.

FIFTH: The merger is to be come effective upon the filing of this Certificate of Merger.

SIXTH: The Agreement of Merger is on file at 12 Masonic Avenue, Camden, New York 13316, an office of the surviving corporation.

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

IN WITNESS WHEREOF, Omega has caused this Certificate of Merger to be signed on its behalf, this 23rd day of December 2005.

OMEGA WIRE, INC.

By: Rodney D. Kent
Rodney D. Kent, Chief Executive Officer