

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/23/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Entegra Fastener Corporation		12/23/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TriMas Fasteners, Inc.		
Street Address:	3281 West County Road North/South		
City:	Frankfort		
State/Country:	INDIANA		
Postal Code:	46401		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	1169866	ES-FORM	
Registration Number:	1165210	ES-DRILL	
Registration Number:	1169865	PLASK	
Registration Number:	1635282	TRI-PLASK	
Registration Number:	1605274	PLASK H/L	
Registration Number:	1497415	ES-GRIP	
Registration Number:	2618938	ENTEGRA	
Registration Number:	2413024	KM	
CORRESPONDENCE DATA			
Fax Number:	(216)348-5474		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	216-348-5400		
Email:	ip@mcdonaldhopkins.com		

OP \$215.00 1169866

900046632

TRADEMARK  
REEL: 003289 FRAME: 0469

Correspondent Name: Grant A. Monachino  
Address Line 1: 600 Superior Avenue  
Address Line 2: Suite 2100  
Address Line 4: Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	25853-00005
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NAME OF SUBMITTER:	Grant A. Monachino
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Signature:	/grantamonachino/
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Date:	04/13/2006
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# Delaware

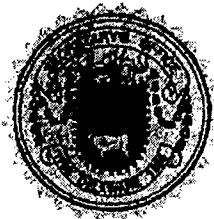
PAGE 1

*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:

"ENTEGR A FASTENER CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "TRIMAS FASTENERS, INC." UNDER THE NAME OF  
"TRIMAS FASTENERS, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2004, AT  
3:44 O'CLOCK P.M.

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



2265095 8100M

040937906

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3578052

DATE: 12-27-04

TRADEMARK  
REEL: 003289 FRAME: 0471

**CERTIFICATE OF MERGER OF  
ENTEGR FASTENER CORPORATION  
INTO  
TRIMAS FASTENERS, INC**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:09 PM 12/23/2004  
FILED 03:44 PM 12/23/2004  
SRV 040937906 - 2265095 FILE

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

- (a) Entegra Fastener Corporation, a Delaware corporation
- (b) TriMas Fasteners, Inc., a Delaware corporation

**SECOND:** That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the General Corporation Law of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is TriMas Fasteners, Inc.

**FOURTH:** That the Certificate of Incorporation of TriMas Fasteners, Inc., a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 3281 West County Road North/South, Frankfort, IN 46401.

**SIXTH:** That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That this Certificate of Merger shall be effective on filing.

Dated: December 23, 2004

**TRIMAS FASTENERS, INC.**  
a Delaware corporation

By:   
Edward L. Schwartz, President

## AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger ("Agreement") is made and entered into as of this \_\_ day of December, 2004, pursuant to the provisions of Title 8, Section 251 of the Delaware General Corporation Law by and between **TriMas Fasteners, Inc.**, a Delaware corporation (hereinafter called "Surviving Corporation"), and **Entegra Fastener Corporation**, a Delaware corporation (hereinafter called "Merged Corporation").

### Recitals:

WHEREAS, Surviving Corporation has authorized capital stock consisting of one thousand (1,000) common shares, \$1.00 par value, of which one thousand (1,000) common shares are now issued and outstanding;

WHEREAS, Merged Corporation has authorized capital stock consisting of one thousand (1,000) common shares, \$1.00 par value, of which one thousand (1,000) common shares are now issued and outstanding;

WHEREAS, Surviving Corporation and Merged Corporation desire to consummate a merger of Merged Corporation into Surviving Corporation whereby Surviving Corporation shall be possessed of all the estate, property, rights, privileges, and liabilities of Merged Corporation; and

WHEREAS, the stockholders and boards of directors of Merged Corporation and Surviving Corporation have unanimously adopted this Agreement providing for the merger of Merged Corporation into Surviving Corporation;

NOW, THEREFORE, the parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

1. **Agreement to Merge.** On the Effective Date of the merger (as defined in Section 2 hereof), Merged Corporation shall be merged with and into Surviving Corporation. After the consummation of the merger, Surviving Corporation shall be governed by and shall be subject to the laws of the State of Delaware and the separate existence of Merged Corporation thereupon shall cease.

2. **Effective Date.** This Agreement shall become effective upon the later of the date on which the Certificate of Merger is filed with the Delaware Secretary of State or the end of the day on December 31, 2004, (the "Effective Date").

3. **Name of Surviving Corporation and Principal Office.** The name of Surviving Corporation shall be TriMas Fasteners, Inc., and its principal office shall continue to remain located at 3281 West County Road North/South, Frankfort, IN 46041.

4. **Certificate of Incorporation of Surviving Corporation.** The Certificate of Incorporation of Surviving Corporation as currently on file with the Secretary of State of Delaware shall be and remain the Certificate of Incorporation of Surviving Corporation. Such Certificate may be amended in accordance with the provisions set forth therein at any time after the Effective Date. A copy of such Certificate is attached hereto as Exhibit A and incorporated herein by reference.

5. **Bylaws of Surviving Corporation.** The Bylaws of Surviving Corporation as it shall exist on the Effective Date of this Agreement shall be and remain the Bylaws of Surviving Corporation. Such Bylaws may be amended in accordance with the provisions set forth therein at any time after the Effective Date.

6. **Directors and Officers of Surviving Corporation.** The directors and officers of Surviving Corporation holding office immediately prior to the Effective Date shall be the directors and officers of Surviving Corporation, each to serve until a successor is duly elected and qualified.

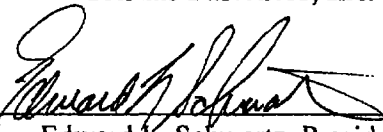
7. **Mode or Plan of Effecting Merger.** As of the Effective Date, the shares of stock of Merged Corporation shall be extinguished and cease to exist and no shares of stock of Surviving Corporation shall be issued in exchange. The shares of stock of Surviving Corporation outstanding upon the Effective Date of the merger shall be and remain outstanding shares of stock of Surviving Corporation in accordance with their terms.

8. **Power to Abandon Agreement.** This Agreement may be abandoned at any time prior to the Effective Date by either of the parties hereto by appropriate resolution of Surviving Corporation's Board of Directors or Merged Corporation's Board of Directors.

9. **Consent to Service; Delaware Franchise Taxes and Fees.** Surviving Corporation hereby consents to be sued and served with process in Delaware and irrevocably appoints the Delaware Secretary of State as its agent to accept service of process in any proceeding in the State of Delaware to enforce against the Surviving Corporation any obligation of any domestic constituent corporation or to enforce the rights of a dissenting shareholder of any domestic constituent corporation. Surviving Corporation will be responsible for the payment of all fees and franchise taxes of Merged Corporation and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

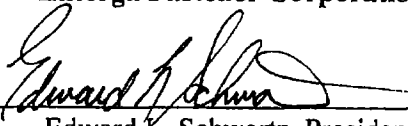
IN WITNESS WHEREOF, the constituent entities have caused this Agreement to be signed by their respective officers as of the date first written above.

**TriMas Fasteners, Inc.**

By:   
Edward L. Schwartz, President

"Surviving Corporation"

**Entergra Fastener Corporation**

By:   
Edward L. Schwartz, President

"Merged Corporation"