

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Zerand Corporation		12/04/2000	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	North American Cerutti Corporation
Street Address:	15800 West Overland Drive
City:	New Berlin
State/Country:	WISCONSIN
Postal Code:	53151
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2297877	ZERAND

CORRESPONDENCE DATA

Fax Number: (202)942-5999
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-942-5163
 Email: trademarkdocketing@aporter.com
 Correspondent Name: Anna W. Manville
 Address Line 1: 555 Twelfth Street, N.W.
 Address Line 2: IP Docketing, Arnold & Porter LLP
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	Anna W. Manville
Signature:	/Anna W. Manville/
Date:	04/24/2006

CH \$40.00 2297877

Total Attachments: 3
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, 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:

"ZERAND CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "NORTH AMERICAN CERUTTI CORPORATION" UNDER THE NAME OF "NORTH AMERICAN CERUTTI CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH 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 OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2001.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0869460

DATE: 12-20-00

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/20/2000
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**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING ZERAND CORPORATION INTO NORTH AMERICAN CERUTTI CORPORATION**

North American Cerutti Corporation, a corporation organized and existing under the laws of the State of Delaware (the "Corporation").

DOES HEREBY CERTIFY:

FIRST: that the Corporation was incorporated on December 1st, 1977, pursuant to the General Corporation Law of the State of Delaware.

SECOND: that the Corporation owns all of the outstanding shares of each class of capital stock of Zerand Corporation, a corporation incorporated on February 12, 1998, pursuant to the General Corporation Law of the State of Delaware.

THIRD: that the Corporation, by the following resolutions of its Board of Directors, duly adopted on December 4, 2000, by the unanimous written consent of the members thereof, filed with the minutes of the Board pursuant to Section 141(f) of the Delaware General Corporation Law, determined to cause the filing of this Certificate of Merger and Ownership with the Secretary of State of the State of Delaware for the purpose of merging said Zerand Corporation into itself with effect as of January 1st, 2001:

WHEREAS, the Corporation owns all of the outstanding shares of each class of capital stock of Zerand Corporation, a Delaware corporation;

WHEREAS, the Corporation desires to merge Zerand Corporation into itself pursuant to the provisions of Section 253 of the Delaware General Corporation Law;

NOW, THEREFORE, BE IT RESOLVED, that the Corporation file an appropriate Certificate of Ownership and Merger embodying these resolutions with the Secretary of State of the State of Delaware for the purpose of merging Zerand Corporation into itself and assuming all of such subsidiary's liabilities and obligations with effect as of January 1st, 2001; and

Certificate of ownership and merger

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RESOLVED, that upon the proposed merger becoming effective, each outstanding share of Zerand Corporation stock shall become canceled and null and void; and

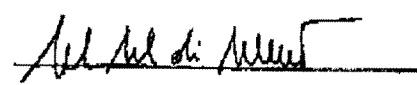
RESOLVED, that the President or any Vice President of the Corporation be and each hereby is authorized to make and execute, and the Secretary or any Assistant Secretary be and each hereby is authorized to attest, a Certificate of Ownership and Merger setting forth a copy of these resolutions providing for the merger of Zerand Corporation into the Corporation with effect as of January 1st, 2001, and to cause said Certificate of Ownership and Merger to be filed with the Secretary of State of the State of Delaware and a certified copy recorded in the Register of Deeds, Waukesha County, State of Wisconsin; and

RESOLVED, that the President or any Vice President of the Corporation be and each hereby is authorized to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or appropriate to effect said merger.

IN WITNESS WHEREOF, North American Cerutti Corporation has caused this Certificate to be signed by Dr. Giancarlo Cerutti, its authorized officer, and to be attested by Massimiliano di Robilant, its secretary, this 4th day of December 2000.

NORTH AMERICAN CERUTTI CORPORATION

By: 
Dr. Giancarlo Cerutti, President

Attest: 
Massimiliano di Robilant, Secretary