

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/29/2002

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Foothills, Inc.		09/16/2002	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Hickory Springs Manufacturing Company
Street Address:	235 2nd Avenue, N.W.
Internal Address:	P.O. Box 128
City:	Hickory
State/Country:	NORTH CAROLINA
Postal Code:	28603-0128
Entity Type:	CORPORATION: NORTH CAROLINA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1400355	ULTRA-FLEX

CORRESPONDENCE DATA

Fax Number: (704)353-3698
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 704 331 5792
 Email: dmillard@kennedycovington.com
 Correspondent Name: Karl S. Sawyer, Jr.
 Address Line 1: 214 N.Tryon Street
 Address Line 2: Hearst Tower, 47th Floor
 Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	18236.089 HICKORY SPRINGS
NAME OF SUBMITTER:	Karl S. Sawyer, Jr.

OP \$40.00 1400355

TRADEMARK

Signature:

/Karl S. Sawyer, Jr./

Date:

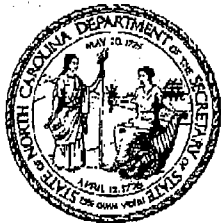
04/26/2006

Total Attachments: 3

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North Carolina

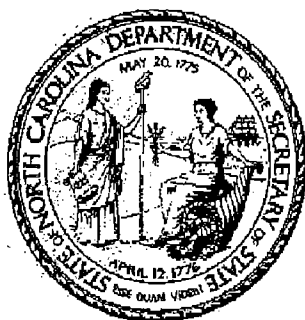
Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER
OF
HICKORY SPRINGS MANUFACTURING COMPANY

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of September, 2002.

Elaine F. Marshall

Secretary of State

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State of North Carolina
Department of the Secretary of State

ARTICLES OF MERGER
BUSINESS CORPORATION

Pursuant to §55-11-05 of the General Statutes of North Carolina, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between two domestic business corporations.

1. The name of the surviving corporation is Hickory Springs Manufacturing Company
a corporation organized under the laws of North Carolina; the name of the merged corporation is
Foothills, Inc., a corporation organized under the laws of
North Carolina and a wholly owned subsidiary of Hickory Springs Manufacturing
Company.
 2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
 3. With respect to the surviving corporation (*check either a or b, as applicable*):
 - a. Shareholder approval was not required for the merger.
 - b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
 4. With respect to the merged corporation (*check either a or b, as applicable*):
 - a. Shareholder approval was not required for the merger.
 - b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
 5. These articles will be effective upon filing, unless a delayed date and/or time is specified: 6:45 o'clock p.m.
September 29, 2002
- This is the 16 day of September, 2002.

Hickory Springs
Manufacturing Company

Name of Corporation

J. Donald Coleman
Signature

J. Donald Coleman, President/CEO
Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.
2. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1

(Revised January 2000)
CORPORATIONS DIVISION

P. O. BOX 29622

(Form B-04)
RALEIGH, NC 27626-0622

**PLAN OF MERGER OF
FOOTHILLS, INC.
HICKORY SPRINGS MANUFACTURING COMPANY**

A. Corporations Participating in Merger. Foothills, Inc., (the "Merging Corporation") will merge into Hickory Springs Manufacturing Company, which will be the surviving corporation (the "Surviving Corporation").

B. Name of Surviving Corporation. After the merger, the Surviving Corporation will have the name "Hickory Springs Manufacturing Company".

C. Merger. The merger of the Merging Corporation into the Surviving Corporation will be effected pursuant to the terms and conditions of this Plan. Upon the merger's becoming effective, the corporate existence of the Merging Corporation will cease, and the corporate existence of the Surviving Corporation will continue. The time when the merger becomes effective is hereinafter referred to as the "Effective Time."

The parties to the merger intend the merger provided for herein shall effect a non-taxable liquidation within the meaning of Sections 332 of the United States Internal Revenue Code of 1986, as amended, together with the rules and regulations promulgated thereunder.

D. Conversion and Exchange of Shares. At the Effective Time, the outstanding shares of the corporations participating in the merger will be converted and exchanged as follows:

1. **Surviving Corporation.** The outstanding shares of the Surviving Corporation will not be converted, exchanged, or altered in any manner as a result of the merger and will remain outstanding as shares of the Surviving Corporation.

2. **Merging Corporation.** All authorized and outstanding shares of the Merging Company, such shares being owned in their entirety by Surviving Corporation, and all rights in respect thereof, shall be cancelled forthwith at the Effective Time, and the certificate(s) representing such shares shall be surrendered and cancelled.

E. Amendments to Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation are hereby amended as follows:

None

F. Abandonment. After approval of this Plan by the shareholders of the Merging Corporation and the Surviving Corporation, and at any time prior to the Merger's becoming effective, the board of directors of the Surviving Corporation may, in their discretion, abandon the merger.

G. Effective Time of Merger. The effective time of the merger shall be 6:45 o'clock P.M., September 29, 2002.