

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/1999

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Thermador Corporation		12/31/1999	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	BSH Home Appliances Corporation
Street Address:	5551 McFadden Avenue
City:	Huntington Beach
State/Country:	CALIFORNIA
Postal Code:	92649
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2362875	STAR

CORRESPONDENCE DATA

Fax Number: (714)845-2807
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 252-672-7927
 Email: russ.warnock@bshg.com
 Correspondent Name: Russell W. Warnock
 Address Line 1: 100 Bosch Boulevard
 Address Line 4: New Bern, NORTH CAROLINA 28562

ATTORNEY DOCKET NUMBER:	1998W00163US
NAME OF SUBMITTER:	Russell W. Warnock
Signature:	/Russell W. Warnock/

CH \$40.00 2362875

Date:

05/24/2006

Total Attachments: 5

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Examiner

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS (General Laws, Chapter 156B, Section 82)

We, Reinhard Metzger, Executive
_____, *President / *Vice President,

and Luke Baer, Secretary, *Clerk / *Assistant Clerk,

of BSH Management, Inc.
(Exact name of corporation)

organized under the laws of Delaware and herein called the parent corporation,
certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

NAME	STATE OF ORGANIZATION	DATE OF ORGANIZATION
BSH Domestic Appliances, Inc. (f/k/a Gaggenau USA Corporation)	Massachusetts	March 11, 1980
Thermador Corporation	California	December 13, 1992

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

(See Continuation Sheet 2A)

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

**Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties*

P.C.

4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 82, Subsection (a) was duly adopted:

RESOLVED, that:

1. BSH Domestic Appliances, Inc., a Massachusetts wholly owned subsidiary of the Company ("BSH-DA"), and Thermador Corporation, a California indirectly wholly owned subsidiary of the Company ("Thermador" and, together with BSH-DA, the "Subsidiaries"), shall be merged with and into the Company with the Company continuing as the surviving corporation under the name "BSH Home Appliances Corporation" (the "Merger").

2. Immediately upon the effectiveness of the Merger, Article FIRST of the Company's Certificate of Incorporation shall be amended to read in its entirety as follows:

"FIRST: The name of the corporation is BSH Home Appliances Corporation."

3. The Company shall assume all of the obligations of the Subsidiaries, and all of the estate, property, rights, privileges, powers, and franchises of the Subsidiaries shall be vested in and held and enjoyed by the Company as fully and entirely and without change or diminution as the same were before held and enjoyed by the Subsidiaries in its name.

4. The proper officers of the Company hereby are authorized to cause to be executed, filed, and recorded the documents prescribed by the laws of the State of Delaware, the State of Massachusetts, the State of California, and the laws of any other appropriate jurisdiction and cause to be performed all acts within the States of Delaware, Massachusetts and California, and any other appropriate jurisdiction which, in their judgment, are necessary or desirable for the consummation of the Merger.

5. The effective time of the Certificate of Merger shall be 11:59 p.m., E.S.T., December 31, 1999 and, insofar as the Delaware General Corporation Law shall govern the same, said time shall be the effective merger time.

Note: Votes, for which the space provided above is not sufficient, should be listed on additional sheets to be numbered 4A, 4B, etc. Additional sheets must be 8 1/2 x 11 and have a left hand margin of 1 inch. Only one side should be used.

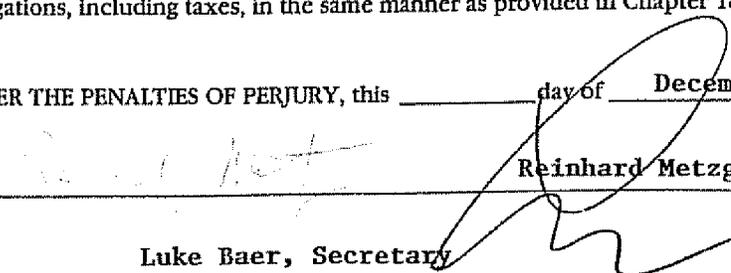
5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing:

11:59 p.m., E.S.T., December 31, 1999

Section 6 below may be deleted if the parent corporation is organized under the laws of Massachusetts.

6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by General Laws, Chapter 156B, Section 82, Subsection (e), so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligations, including taxes, in the same manner as provided in Chapter 181.

SIGNED UNDER THE PENALTIES OF PERJURY, this _____ day of December, 19 99,


 _____, Reinhard Metzger, ^{Executive} *President / *Vice President,

_____, Luke Baer, Secretary, *Clerk / *Assistant Clerk.

**Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
(General Laws, Chapter 156B, Section 82)

I hereby approve the within Articles of Merger of Parent and Subsidiary Corporations and, the filing fee in the amount of \$ _____, having been paid, said articles are deemed to have been filed with me this _____ day of _____, 19 _____.

Effective date: _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Telephone: _____

Continuation Sheet 2A

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of BSH Domestic Appliances, Inc., which in turn, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of Thermador Corporation, with which the parent corporation has voted to merge.