

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/03/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Copperweld Holding Company		10/03/2005	COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Atlas ABC Corporation
Street Address:	1855 E. 122nd Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60633
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3007276	KLEENKOTE
Registration Number:	1548858	REDKOTE

CORRESPONDENCE DATA

Fax Number: (802)862-7512
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: tmip@drm.com
 Correspondent Name: Peter B. Kunin
 Address Line 1: 199 Main Street, P.O. Box 190
 Address Line 4: Burlington, VERMONT 05402-0190

ATTORNEY DOCKET NUMBER:	05727-00055
NAME OF SUBMITTER:	Peter B. Kunin
Signature:	/Peter B. Kunin/

OP \$65.00 3007276

Date:

08/16/2006

Total Attachments: 3

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Delaware

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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 OWNERSHIP, WHICH MERGES:

"COPPERWELD HOLDING COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "ATLAS US ACQUISITION CO. INC." UNDER THE NAME OF "ATLAS ABC CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF OCTOBER, A.D. 2005, AT 12:32 O'CLOCK P.M

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



4036773 8100M

050815056

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4205597

DATE: 10-05-05

TRADEMARK
REEL: 003370 FRAME: 0673

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
COPPERWELD HOLDING COMPANY
INTO
ATLAS US ACQUISITION CO. INC.
(PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF DELAWARE)**

Atlas US Acquisition Co. Inc., a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated 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 the capital stock of Copperweld Holding Company, a Delaware corporation.

THIRD: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 3rd day of October, 2005, determined to and did (a) merge into itself Copperweld Holding Company and (b) change its name to Atlas ABC Corporation effective upon the date hereof, in each case on the conditions set forth in the resolutions below:

RESOLVED: That the Corporation merge into itself its subsidiary, Copperweld Holding Company, and assume all of said subsidiary's liabilities and obligations;

FURTHER RESOLVED: That the name of the Corporation be changed to Atlas ABC Corporation effective upon the effective date of said merger;

FURTHER RESOLVED: That the Chief Executive Officer of the Corporation be and he hereby is directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolutions to merge said Copperweld Holding Company into the Corporation, to assume said subsidiary's liabilities and obligations, and to change the name of the Corporation, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger and change of name.

FOURTH: For accounting purposes, the effective date of this certificate of ownership and merger is October 3rd, 2005.

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State of Delaware
Secretary of State
Division of Corporations
Delivered 12:17 PM 10/05/2005
FILED 12:32 PM 10/05/2005
SRV 050815056 - 4036773 FILE

IN WITNESS WHEREOF, said Atlas US Acquisition Co. Inc has caused this certificate to be signed by Barry Zekefman, its authorized officer, this 3rd day of October, 2005.

Atlas US Acquisition Co. Inc.

By:


Name: Barry Zekefman

Title: Chief Executive Officer

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