

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/15/2000		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Superior International Industries, Inc.		12/15/2000	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Superior International Industries, Inc.		
Street Address:	1050 Columbia Drive		
City:	Carrollton		
State/Country:	GEORGIA		
Postal Code:	30117		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78777384	WOW PLAYGROUNDS FREEDOM TO PLAY	
Serial Number:	78849215	WOW	
Registration Number:	2340347	CHILD WORKS	
CORRESPONDENCE DATA			
Fax Number:	(404)815-6555		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	404 8156500		
Email:	tadmin@kilpatrickstockton.com		
Correspondent Name:	Pamela C. Mallari		
Address Line 1:	1100 Peachtree Street, Suite 2800		
Address Line 2:	Kilpatrick Stockton LLP		
Address Line 4:	Atlanta, GEORGIA 30309-4530		
ATTORNEY DOCKET NUMBER:	PCM/SF SUP. INT. MERGER		

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TRADEMARK  
REEL: 003384 FRAME: 0502

NAME OF SUBMITTER:	Pamela C. Mallari, Esq.
Signature:	/pamela c. mallari/
Date:	09/06/2006
Total Attachments: 2 source=SUPERIOR INT. IND. merger#page1.tif source=SUPERIOR INT. IND. merger#page2.tif	

CERTIFICATE OF MERGER  
OF  
SUPERIOR INTERNATIONAL INDUSTRIES, INC.,  
A GEORGIA CORPORATION,  
INTO  
SUPERIOR INTERNATIONAL INDUSTRIES, INC.,  
A DELAWARE CORPORATION

Pursuant to Section 252 of the Delaware General Corporation Law, the undersigned hereby executes this Certificate of Merger:

I.

The names of each of the constituent corporations to the merger are Superior International Industries, Inc., a corporation organized and existing under the laws of the State of Georgia ("SII-Georgia"), and Superior International Industries, Inc., a corporation organized and existing under the laws of the State of Delaware ("SII-Delaware").

II.

An Agreement and Plan of Merger (the "Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the Delaware General Corporation Law and the laws of the State of Georgia.

III.

The name of the surviving corporation is Superior International Industries, Inc., a Delaware corporation (the "Surviving Corporation").

IV.

The Certificate of Incorporation of SII-Delaware in effect immediately prior to the filing of this Certificate of Merger shall be the certificate of incorporation of the Surviving Corporation.

V.

The executed Plan of Merger is on file at the principal office of the Surviving Corporation located at 1050 Columbia Drive, Carrollton, Georgia 30117.

VI.

A copy of the executed Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

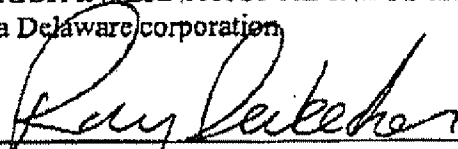
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VII.

The authorized capital stock of SII-Georgia consists of 10,000,000 shares of common stock, no par value.

IN WITNESS WHEREOF, the undersigned, as the Surviving Corporation of the merger, has caused this Certificate of Merger to be signed by its duly authorized officer this 15th day of December, 2000.

SUPERIOR INTERNATIONAL INDUSTRIES,  
INC., a Delaware corporation

By:   
Ray Derbecker, President and Chief Executive  
Officer

CORP/763199.1

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