

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/20/1993

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Gravelly International, Inc.		01/18/1993	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Ariens Company
Street Address:	655 West Ryan Street
City:	Brillion
State/Country:	WISCONSIN
Postal Code:	54110
Entity Type:	CORPORATION: WISCONSIN

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0831406	

CORRESPONDENCE DATA

Fax Number: (262)783-1211
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 262 783-1300
 Email: rkmip@rkmiplaw.com
 Correspondent Name: Ryan Kromholz & Manion, S.C.
 Address Line 1: P O Box 26618
 Address Line 4: Milwaukee, WISCONSIN 53226-0618

ATTORNEY DOCKET NUMBER:	1105.13340
NAME OF SUBMITTER:	John M. Manion
Signature:	/John M. Manion/

OP \$40.00 0831406

Date:

09/19/2006

Total Attachments: 4

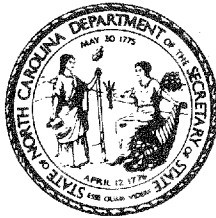
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STATE OF NORTH CAROLINA



Department of The
Secretary of State

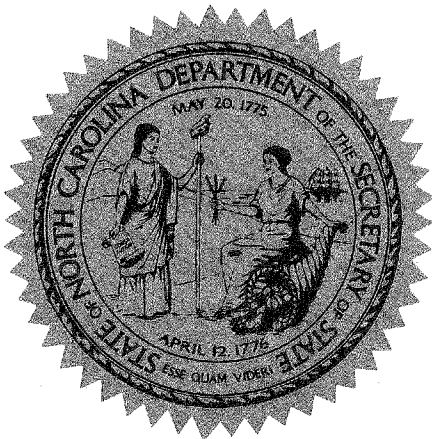
To all whom these presents shall come, Greetings:

I, Rufus L. Edmisten, 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
GRAVELY INTERNATIONAL, INC.
INTO
ARIENS 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 26th day of October, 1993.



Rufus L. Edmisten

Secretary of State

TRADEMARK
REEL: 003392 FRAME: 0715

0-03/8711

FILED
9:00 AM

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State of North Carolina

Department of the Secretary of State

ARTICLES OF MERGER OR SHARE EXCHANGE

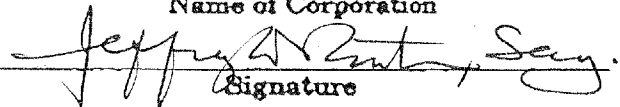
RUFUS L. EDMISTEN
SECRETARY OF STATE
NORTH CAROLINA

Pursuant to §55-11-05 of the General Statutes of North Carolina, the undersigned corporation as the surviving corporation in a merger or the acquiring corporation in a share exchange, as the case may be, hereby submits the following Articles of Merger or Share Exchange.

1. The name of the surviving or acquiring corporation is Ariens Company, a corporation organized under the laws of Wisconsin; the name of the merged or acquired corporation is Gravelly International, Inc., a corporation organized under the laws of North Carolina.
2. Attached is a copy of the Plan of Merger or Share Exchange that was duly adopted in the manner prescribed by law by the board of directors of each of the corporations participating in the merger or share exchange.
3. With respect to the surviving/acquiring corporation (check either a or b, whichever is applicable):
 - a. Shareholder approval was not required for the merger or share exchange.
 - b. Shareholder approval was required for the merger or share exchange, and the merger or share exchange was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
4. With respect to the merged/acquired corporation (check either a or b, whichever is applicable):
 - a. Shareholder approval was not required for the merger or share exchange.
 - b. Shareholder approval was required for the merger or share exchange, and the merger or share exchange 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: 11:59 p.m. 1/20/93

This the 18th day of January, 1993

ARIENS COMPANY

 Name of Corporation


 Signature
 Jeffrey D. Riester, Secretary

 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 filed pursuant to the requirements of NCGS §47-18.1.

CORPORATIONS DIVISION

300 N. SALISBURY ST.

TRADEMARK 03-6909

(N. C. - 1188 - 4/13/92)

REEL: 003392 FRAME: 0716

EXHIBIT "A"

PLAN OF MERGER
OF
GRAVELY INTERNATIONAL, INC.
INTO
ARIENS COMPANY

1. Merger. Gravely International, Inc., a North Carolina corporation ("Gravely") is a wholly-owned subsidiary of Ariens Company, a Wisconsin corporation ("Ariens"). Gravely shall merge into Ariens. Ariens shall be the surviving corporation and its name shall continue to be "Ariens Company"

2. Terms of merger. The terms and conditions of the merger shall be as follows:

(a) Gravely, in accordance with the procedure set forth in §§180.1101, 180.1104, 180.1105, 180.1106 and 180.1107 of the Wisconsin Statutes, shall be merged into Ariens.

(b) Ariens shall be the surviving corporation, and the corporate identity, existence, purposes, powers, franchises, rights and immunities of Ariens shall continue unaffected and unimpaired by the merger.

(c) The Articles of Incorporation of Ariens shall be the Articles of Incorporation of the surviving corporation until amended in the manner prescribed by law.

(d) The Bylaws of Ariens shall be the Bylaws of the surviving corporation until amended or repealed in the manner provided by law.

(e) The directors and officers of Ariens immediately prior to the date on which the merger becomes effective shall be the directors and officers of Ariens following the effective date of the merger and until changed in the manner prescribed by law.

(f) The corporate identity, existence, purposes, powers, franchises, rights and immunities of Gravely shall be transferred to Ariens as a result of the merger and Ariens shall be fully vested therewith.

(g) The separate existence of Gravely, except insofar as specifically otherwise provided herein and by law, shall cease at the effective date of the merger, whereupon Gravely and Ariens

shall become a single corporation.

(h) All property belonging to or due to each of the corporations so merged shall be taken and deemed to be transferred to and vested in Ariens without further act or deed.

(i) All liabilities and obligations of Gravely shall be taken and deemed to be transferred to and vested in Ariens without further act or deed. Neither the rights of creditors, nor any liens upon the property of either corporation, shall be impaired by the merger.

(j) The authority of the officers of Gravely to act after the effective date of the merger on behalf of such corporation shall continue with respect to the due execution in the name of such corporation of tax returns, instruments of transfer or conveyance and other documents where the execution thereof is required or convenient to comply with any provision of law, with respect to any contract to which such corporation was a party or with respect to this Plan of Merger.

3. Cancellation of shares. All certificates for all issued and outstanding shares of Gravely International, Inc. common stock, shall be surrendered as of the effective date of the merger to the Secretary of Ariens Company, who shall immediately cancel the shares represented by such certificate.

4. Effective Date. The merger shall become effective as of 11:59 o'clock p.m., Central Standard Time, on January 20, 1993.

5. Abandonment. The merger may be abandoned at any time prior to the effective date of the merger by a resolution of abandonment adopted by the board of directors of Ariens.

6. Construction. The Plan of Merger set forth herein is intended to qualify as a reorganization under Section 368(a)(1)(A) of the Internal Revenue Code of 1986 as amended, and shall be so construed.

Riester\Merger\Ariens.pln