

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/20/1997

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RHE, Inc.		05/14/1997	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	RHE Hatco, Inc.
Street Address:	601 Marion Drive
City:	Garland
State/Country:	TEXAS
Postal Code:	75042
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0657477	RESISTOL "SELF-CONFORMING"

CORRESPONDENCE DATA

Fax Number: (214)515-0411
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (972) 774-4560
 Email: ggmark@radix.net
 Correspondent Name: Gregory H. Guillot
 Address Line 1: 13455 Noel Road
 Address Line 2: Suite 1000
 Address Line 4: Dallas, TEXAS 75240

NAME OF SUBMITTER:	Gregory H. Guillot
Signature:	/ggmark/
Date:	11/10/2006

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Total Attachments: 7

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

May 20, 1997

The State Corporation Commission finds the accompanying articles submitted on behalf of

RHE, INC.

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

CHARLIE 1 HORSE HAT CO. (A IL CORPORATION NOT QUALIFIED IN VA)

is merged into RHE HATCO, INC. (formerly RHE, INC.), which continues to exist under the laws of VIRGINIA with the name RHE HATCO, INC.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on May 20, 1997.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS20317
97-05-20-0508

ARTICLES OF MERGER
OF
CHARLIE 1 HORSE HAT CO.

Nin-don

AND
RHE, INC.

6.2746.14-0

The undersigned corporations, pursuant to Title 13.1, Chapter 9, Article 12 of the Code of Virginia, hereby execute the following articles of merger and set forth:

I.

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger, dated as of May 14, 1997, is made and entered into between Charlie 1 Horse Hat Co., an Illinois corporation ("Charlie 1 Horse"), and RHE, Inc., a Virginia corporation ("RHE").

1. Constituent Corporations. Charlie 1 Horse Hat Co., an Illinois corporation, and RHE, Inc., a Virginia corporation, are the constituent corporations of the merger. The name of the surviving corporation of the merger is RHE, Inc., to be changed upon consummation of the merger to RHE HatCo, Inc.

2. Capitalization of Constituent Corporations. (a) The authorized capital stock of Charlie 1 Horse is 300 shares of common stock, no par value per share ("Charlie 1 Horse Common Stock"), of which 300 shares are issued and outstanding. The holders of the issued and outstanding shares of Charlie 1 Horse Common Stock are entitled to vote on the merger.

(b) The authorized capital stock of RHE is 100 shares of common stock, \$1.00 par value per share ("RHE Common Stock"), of which 100 shares are issued and outstanding. The holders of the issued and outstanding shares of RHE Common Stock are entitled to vote on the merger.

3. Terms and Conditions of the Merger.

(a) Conversion of Securities.

(i) Each issued and outstanding share of RHE Common Stock outstanding on the Effective Date (as hereinafter defined) shall not in any way be affected by the merger.

(ii) Each issued and outstanding share of Charlie I Horse Common Stock outstanding on the Effective Date shall be cancelled so that such shares shall automatically cease to be outstanding.

(b) Certificate of Incorporation; By-Laws; Officers and Directors.

From and after the Effective Date, (i) the Certificate of Incorporation and By-Laws of RHE in effect immediately prior to the Effective Date shall continue to be the Certificate of Incorporation and By-Laws of the surviving corporation until amended or repealed in accordance with their terms and pursuant to a manner provided by law; provided, however, that the Certificate of Incorporation of RHE shall be amended by virtue of the merger to change the name of RHE to RHE HatCo, Inc. and (ii) each of the officers and directors of RHE in office immediately prior to the Effective Date shall remain the officers and directors of the surviving corporation until their respective successors are duly elected and appointed.

4. Transfer of Certificates. After the Effective Date there shall be no transfers on the stock transfer books of Charlie I Horse of the shares of Charlie I Horse Common Stock which were issued and outstanding immediately prior to the Effective Date.

5. Shareholder Authorization. This Agreement and Plan of Merger shall be submitted to the respective shareholders of Charlie I Horse and RHE for their authorization.

6. Termination. Notwithstanding authorization of this Agreement and Plan of Merger by the shareholders of Charlie I Horse and RHE, the merger contemplated herein may be abandoned by either of the constituent corporations at any time prior to the filing of the Articles of Merger with the State Corporation Commission of Virginia. The filing of the Articles of Merger shall establish conclusively that this Agreement and Plan of Merger has not been abandoned.

7. Effective Date; Effect of Merger. (a) The effective date of the merger (the "Effective Date") shall be the date on which a certificate of merger is issued by the State Corporation Commission of Virginia.

(b) Pursuant to Section 13.1-721 of the Virginia Stock Corporation Act, the merger shall have the following effects:

(i) every other corporation party to the merger merges into the surviving corporation and the separate existence of every corporation except the surviving corporation ceases;

(ii) the title to all real estate and other property owned by each corporation party to the merger is vested in the surviving corporation without reversion or impairment;

(iii) the surviving corporation has all liabilities of each corporation party to the merger;

(iv) a proceeding pending by or against any corporation party to the merger may be continued as if the merger did not occur or the surviving corporation may be substituted in the proceeding for the corporation whose existence ceased;

(v) the articles of incorporation of the surviving corporation are amended to the extent provided in the plan of merger; and

(vi) the former holders of the shares of every corporation party to the merger are entitled only to the rights provided in the articles of merger or to their rights under Article 15 (§ 13.1-729 et seq.) of Chapter 9 of the Virginia Stock Corporation Act.

8. Counterparts. This Agreement and Plan of Merger may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute a single agreement.

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be executed and attested by the duly authorized officers as of the date first written above.

CHARLIE I HORSE HAT CO.

By: *John R. Tillotson*

John R. Tillotson
President

ATTEST:

Daniel S. Dross

Daniel S. Dross
Secretary

RHE, INC.

By: *John R. Tillotson*

John R. Tillotson
President

ATTEST:

Daniel S. Dross

Daniel S. Dross
Secretary

II.

A. The Agreement and Plan of Merger was adopted by unanimous consent of the shareholders of Charlie I Horse Hat Co.

B. The Agreement and Plan of Merger was adopted by unanimous consent of the shareholders of RHE, Inc.

III.

A. Charlie I Horse Hat Co. is incorporated in the State of Illinois. The surviving corporation, RHE, Inc., is incorporated in the State of Virginia.

B. The merger contemplated hereby is permitted by Illinois law, and Charlie I Horse Hat Co. has complied with Illinois law in effecting the merger.

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The undersigned President of Charlie I Horse Hat Co. declares that the facts herein stated are true as of May 21, 1997.

CHARLIE I HORSE HAT CO.

By: John R. Tillotson
John R. Tillotson
President

The undersigned President of RHE, Inc. declares that the facts herein stated are true as of May 21, 1997.

RHE, INC.

By: John R. Tillotson
John R. Tillotson
President