

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Foam Fabricators, Ltd.		11/21/1995	CORPORATION: MISSOURI
RECEIVING PARTY DATA			
Name:	Foam Fabricators, Inc.		
Street Address:	319 S. Fifteenth St.		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63103		
Entity Type:	CORPORATION: MISSOURI		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1471663	FOAM FABRICATORS	
CORRESPONDENCE DATA			
Fax Number:	(212)688-8315		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 705-9847		
Email:	kwright@gibney.com		
Correspondent Name:	Kristen Wright		
Address Line 1:	665 Fifth Avenue		
Address Line 2:	Gibney, Anthony & Flaherty, LLP		
Address Line 4:	New York, NEW YORK 10022		
NAME OF SUBMITTER:	Kristen Wright		
Signature:	/Kristen Wright/		
Date:	01/02/2007		
Total Attachments: 7			

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PLAN AND AGREEMENT OF MERGER

OF

FOAM FABRICATORS, INC.
(a Delaware corporation)

INTO

FOAM FABRICATORS, LTD.
(a Missouri corporation)

PLAN AND AGREEMENT OF MERGER entered into on 11/21
1995 by FOAM FABRICATORS, INC., a business corporation of the State of Delaware and
approved by resolution adopted by its Board of Directors on said date, and entered into on
11/21, 1995 by FOAM FABRICATORS, LTD., a business corporation of the State
of Missouri, and approved by resolution adopted by its Board of Directors on said date.

WHEREAS, FOAM FABRICATORS, INC. is a business corporation of the State
of Delaware with its registered office therein located at 229 South State Street, City of Dover,
County of Kent; and

WHEREAS, the total number of shares of stock which FOAM FABRICATORS,
INC. has authority to issue is Three Thousand (3,000), all of which are of one class and without
par value; and

WHEREAS, FOAM FABRICATORS, LTD. is a business corporation of the State
of Missouri with its registered office therein located at 1010 Market, Suite 1600, City of St.
Louis; and

WHEREAS, the total number of shares of stock which FOAM FABRICATORS, LTD. has authority to issue is Sixty Thousand (60,000), Thirty Thousand (30,000) of which are Class "A" Voting Common Stock and of a par value of One Dollar (\$1.00) each and Thirty Thousand (30,000) of which are Class "B" Non-Voting Common Stock and of a par value of One Dollar (\$1.00) each; and

WHEREAS, the General Corporation Law of the State of Delaware permits a merger of a business corporation of the State of Delaware with and into a business corporation of another jurisdiction; and

WHEREAS, The General and Business Corporation Law of Missouri permits a merger of a business corporation of the State of Missouri with and into another business corporation of the State of Missouri; and

WHEREAS, FOAM FABRICATORS, INC. and FOAM FABRICATORS, LTD. and the respective Boards of Directors thereof deem it advisable and to the advantage, welfare and best interests of said corporations and their respective stockholders to merge FOAM FABRICATORS, INC. with and into FOAM FABRICATORS, LTD. pursuant to the provisions of the General Corporation Law of the State of Delaware and The General and Business Corporation Law of Missouri upon the terms and conditions hereinafter set forth;

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being thereunto duly entered into by FOAM FABRICATORS, INC. and approved by a resolution adopted by its Board of Directors, and being thereunto duly entered into by FOAM FABRICATORS, LTD. and approved by a resolution adopted by its Board of Directors, the Plan and Agreement of Merger and the terms and conditions thereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth therein, are hereby determined and agreed upon as hereinafter in this Plan and Agreement set forth.

1. FOAM FABRICATORS, INC. and FOAM FABRICATORS, LTD. shall, pursuant to the provisions of the General Corporation Law of the State of Delaware and The General and Business Corporation Law of Missouri, be merged with and into a single corporation, to wit, FOAM FABRICATORS, LTD., which shall be the surviving corporation from and after the effective time of the merger and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of The General and Business Corporation Law of Missouri. The separate corporate existence of FOAM FABRICATORS, INC., which is sometimes hereinafter referred to as the "terminating corporation," shall cease at said effective time in accordance with the provisions of the General Corporation Law of the State of Delaware.

2. (a) On the effective date of the merger described herein, Article One of the Articles of Incorporation of the surviving corporation shall be amended to read as follows:

Article One

The name of the Corporation is:

Poam Fabricators, Inc.

(b) The Articles of Incorporation of the surviving corporation as in effect immediately prior to the effective date of the merger described herein and as further amended as provided in paragraph (a) above shall be the Articles of Incorporation of the surviving corporation, until further amended and changed pursuant to the provisions of The General and Business Corporation Law of Missouri.

3. The by-laws of the surviving corporation at the effective time of the merger will be the by-laws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of The General and Business Corporation Law of Missouri.

4. The directors and officers in office of the surviving corporation at the effective time of the merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each issued share of FOAM FABRICATORS, INC. shall, from and after the effective time of the merger, be converted into one (1) share of Class "A" Voting Common Stock of FOAM FABRICATORS, LTD. No pro rata issuance of the shares of stock of FOAM FABRICATORS, LTD., which is owned by FOAM FABRICATORS, INC. immediately prior to the effective time of the merger shall be made. All shares of stock of FOAM FABRICATORS, LTD. that are issued and outstanding immediately prior to the effective time of the merger and all treasury shares shall, upon the effective time of the merger, be cancelled and extinguished.

6. The Plan and Agreement of Merger herein made and approved shall be submitted to the shareholders entitled to vote thereon of the terminating corporation and the surviving corporation for their approval or rejection in the manner prescribed by the General Corporation Law of the State of Delaware and The General and Business Corporation Law of Missouri.

7. In the event that this Plan and Agreement of Merger shall have been fully approved and adopted upon behalf of the terminating corporation in accordance with the provisions of the General Corporation Law of the State of Delaware; and upon behalf of the surviving corporation in accordance with the provisions of The General and Business Corporation Law of Missouri, the said corporations agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Delaware and the State of Missouri, and that they will cause to be performed all necessary acts within the State of Delaware and the State of Missouri and elsewhere to effectuate the merger herein provided for.

8. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or of the merger herein provided for.

9. The surviving corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of FOAM FABRICATORS, INC., as well as for enforcement of any obligation of the surviving corporation arising from the merger herein provided for, including any suit or other proceeding to enforce the right of any stockholder of FOAM FABRICATORS, INC. as and when determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and does hereby specify the following address without the State of Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

417 W. Industrial Drive
El Dorado Springs, MO 64744

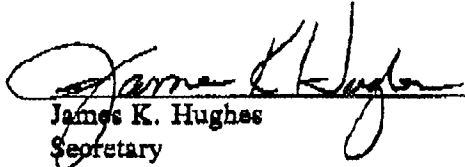
IN WITNESS WHEREOF, this Plan and Agreement of Merger is hereby executed upon behalf of each of the constituent corporations parties thereto.

Dated: 11/21, 1995

FOAM FABRICATORS, INC.

By: 
Warren F. Florkiewicz
President

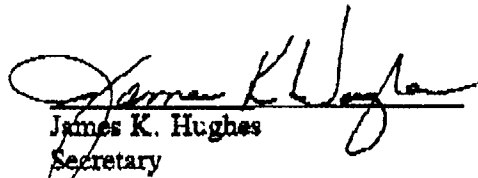
Attest:


James K. Hughes
Secretary

FOAM FABRICATORS, LTD.

By: 
Warren F. Florkiewicz
President

Attest:


James K. Hughes
Secretary

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