

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/01/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Purolator Products Air Filtration Company		11/15/2003	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Airguard Industries, Inc.
Street Address:	3807 Bishop Lane
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40232
Entity Type:	CORPORATION: KENTUCKY

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2036308	PURO PLEAT

**CORRESPONDENCE DATA**

Fax Number: (312)616-5700  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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ATTORNEY DOCKET NUMBER:	500536
NAME OF SUBMITTER:	Tamara A. Miller

CH \$40.00 2036308

Signature:	/Tamara A. Miller/
Date:	02/07/2007
<b>Total Attachments: 4</b> source=Clarcor Air Filtration Products, Inc. Merger and Change of Name#page1.tif source=Clarcor Air Filtration Products, Inc. Merger and Change of Name#page2.tif source=Clarcor Air Filtration Products, Inc. Merger and Change of Name#page3.tif source=Clarcor Air Filtration Products, Inc. Merger and Change of Name#page4.tif	

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Glance  
FAOM

John Y. Brown III  
Secretary of State  
Received and Filed  
11/20/2003 2:22:19 PM  
Fee Receipt: \$50.00

ARTICLES OF MERGER  
of  
PUROLATOR PRODUCTS AIR FILTRATION COMPANY  
into  
AIRGUARD INDUSTRIES, INC.

Pursuant to the provisions of the Kentucky Business Corporation Act, the undersigned corporations adopt the following articles of Merger:

1. The Agreement and Plan of Merger is attached to these Articles of Merger.
2. The Agreement and Plan of Merger provides for the merger (the "Merger") of Purolator Products Air Filtration Company, a Delaware corporation ("PPAFC"), with and into Airguard Industries, Inc., a Kentucky corporation ("Airguard"). Airguard is the surviving corporation of the Merger. All of the outstanding capital stock of PPAFC and Airguard are owned of record and beneficially by CLARCOR Filtration Products, Inc., a Delaware corporation ("CLARCOR"). As the sole shareholder of PPAFC and Airguard, CLARCOR approved the Merger by written consent dated as of November 15, 2003.
3. The Merger shall be effective as of 12:01 a.m. EST on December 1, 2003 (the "Effective Time of the Merger").
4. The Agreement and Plan of Merger provides that at the Effective Time of the Merger, Section A of the Articles of Incorporation of Airguard shall be amended to read as follows: "The name of the corporation shall be CLARCOR Air Filtration Products, Inc."

Date: November 15, 2003

PUROLATOR PRODUCTS AIR  
FILTRATION COMPANY

By: [Signature]

Date: November 15, 2003

AIRGUARD INDUSTRIES, INC.

By: [Signature]

## AGREEMENT AND PLAN OF MERGER

Agreement and Plan of Merger (the "Agreement"), dated as of November 13, 2003 between Airguard Industries, Inc., a Kentucky corporation ("Airguard") and Purolator Products Air Filtration Company, a Delaware corporation ("PPAFC") (PPAFC and Airguard being herein sometimes collectively referred to as the "Constituent Corporations" or individually as a "Constituent Corporation").

Whereas, the respective boards of directors of the Constituent Corporations deem it advisable and in the best interests of the Constituent Corporations that PPAFC merge with and into Airguard (herein sometimes referred to as the "Merger"), as hereinafter specified,

Whereas, Airguard had its Articles of Incorporation filed in the office of the Secretary of State of Kentucky ("Kentucky Secretary of State") on April 27, 1966, and as amended such Articles of Incorporation provide for an authorized capital stock consisting of 60,000 shares of common stock, no par value ("Airguard Common Stock") of which 31,579 shares are now issued and outstanding and held by CLARCOR Filtration Products, Inc. (the "Parent").

Whereas, PPAFC had its Certificate of Incorporation filed in the office of the Secretary of State of Delaware ("Delaware Secretary of State") on August 13, 1999 and has an authorized capital stock consisting of 1,000 shares of common stock, par value \$1 per share ("PPAFC Common Stock"), of which 1,000 shares are now issued and outstanding and held by Parent;

Whereas, the outstanding shares of common stock of each of PPAFC and Airguard are the only securities of the Constituent Corporations which are entitled to vote with respect to the Merger, and

Whereas, the Parent has voted all of the issued and outstanding common stock of PPAFC and Airguard in favor of the Merger.

Now, therefore, the Constituent Corporations agree as follows:

### ARTICLE 1

1.1 The Merger shall become effective at 12:01 a.m. EST on December 1, 2003 notwithstanding the prior filing of Articles of Merger with the Kentucky Secretary of State and Articles of Merger with the Delaware Secretary of State (herein sometimes referred to as the "Effective Time of the Merger").

1.2 At the Effective Time of the Merger, PPAFC shall be merged with and into Airguard and the separate corporate existence of PPAFC shall thereupon cease. Airguard shall be the surviving corporation in the Merger (the "Surviving Corporation"), and the separate corporate existence of Airguard shall continue unaffected and unimpaired by the Merger.

## ARTICLE II

2.1 The Articles of Incorporation of Airguard, as in effect at the Effective Time of the Merger, shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation provided that at the Effective Time of the Merger, Section A of such Articles of Incorporation shall be amended to read as follows: "The name of the corporation shall be CLARCOR Air Filtration Products, Inc."

2.2 The By-Laws of Airguard, as in effect at the Effective Time of the Merger, shall continue in full force and effect as the By-Laws of the Surviving Corporation and until amended or repealed.

2.3 The directors and officers of Airguard, as in office at the Effective Time of the Merger, shall continue in full force and effect as the directors and officers of the Surviving Corporation until their respective successors are duly elected and qualified under the By-Laws of the Surviving Corporation.

## ARTICLE III

3.1 At the Effective Time of the Merger, all shares of PPAFC Common Stock then issued shall be canceled.

3.2 At the Effective Time of the Merger, all shares of Airguard Common Stock then issued shall continue to be issued shares, and each stock certificate evidencing ownership of such shares shall evidence ownership of the same number of shares of the Surviving Corporation.

3.3 If at any time after the Effective Time of the Merger the Surviving Corporation shall consider or be advised that any further assignments or assurances in law or any other things are necessary or desirable to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation, the title to any property or right of PPAFC, the directors and officers of PPAFC shall, in the name of Airguard or otherwise, execute and deliver all such proper deeds, assignments and assurances in law and do all things necessary and proper to vest, perfect or confirm title to such properties and rights in the Surviving Corporation and otherwise to carry out the purpose of this Agreement, and the proper officers and directors of the Surviving Corporation are fully authorized in the name of PPAFC or otherwise to take any and all such action.

## ARTICLE IV

4.1 Anything herein or elsewhere to the contrary notwithstanding, the Agreement may be terminated and abandoned by the board of directors of any Constituent Corporation at any time prior to the date of filing the Articles of Merger with the Kentucky Secretary of State. The Agreement may be amended by the boards of directors of the Constituent Corporations at any time prior to the date of the filing of the Articles of Merger with the Kentucky Secretary of State, provided that an amendment made subsequent to the adoption of the Agreement by the Parent, shall not (1) alter or change the amount of or kind of shares, evidences of indebtedness, other securities, cash, rights or any other property to be received by the stockholders of such Constituent Corporation, (2) alter or change any item

of the Articles of Incorporation of the Surviving Corporation except for alterations or changes that could otherwise be adopted by the directors of the Surviving Corporation, or (3) alter or change any other terms and conditions of the Agreement if any of the alterations or changes, alone or in the aggregate, would materially adversely affect the holders of any class or series of shares of such Constituent Corporation.

In witness whereof, the parties to the Agreement pursuant to the approval and authority given by resolutions adopted by their respective boards of directors, and by the Parent have caused these presents to be executed by an officer duly authorized and attested by the secretary or Assistant Secretary of each party hereto as the respective act, deed and agreement of each of such corporations.

ATTEST:

By: Daniel G. Beal  
Its: Secretary

AIRGUARD INDUSTRIES, INC.

By: M. S. Blyford  
Its: Vice President

ATTEST:

By: Daniel G. Beal  
Its: Secretary

PUROLATOR PRODUCTS AIR  
FILTRATION COMPANY

By: J. A. I. Co.  
Its: Vice President