# Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/31/2003

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Alcan Corporation		07/30/2003	CORPORATION: TEXAS

### **RECEIVING PARTY DATA**

Name:	Alcan Fabrication Corporation	
Street Address:	6060 Parkland Blvd.	
City:	Cleveland	
State/Country:	ОНЮ	
Postal Code:	44124	
Entity Type:	CORPORATION: TEXAS	

#### PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	0979759	ROYALE
Registration Number:	1416397	QUARTER-MILER
Registration Number:	1405479	PHILADELPHIA STYLE

### **CORRESPONDENCE DATA**

Fax Number: (216)241-0816

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 216-622-8200

Email: ipdocket@calfee.com
Correspondent Name: Raymond Rundelli

Address Line 1: Calfee, Halter & Griswold LLP
Address Line 2: 800 Superior Avenue, Suite 800
Address Line 4: Cleveland, OHIO 44114-2688

ATTORNEY DOCKET NUMBER: 30760/04068

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NAME OF SUBMITTER:	Raymond Rundelli
Signature:	/Raymond Rundelli/
Date:	02/22/2007
Total Attachments: 5 source=cac6065#page1.tif source=cac6065#page2.tif source=cac6065#page3.tif source=cac6065#page4.tif source=cac6065#page5.tif	

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# Office of the Secretary of State

## CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

Alcan Products Corporation Domestic Business Corporation [Filing Number: 800204335]

Alcan Primary Products Corporation Domestic Business Corporation [Filing Number: 800204342]

Alcan Fabrication Corporation Domestic Business Corporation [Filing Number: 800204347]

Alcan Corporation
Domestic Business Corporation
[Filing Number: 800204348]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated:07/30/2003

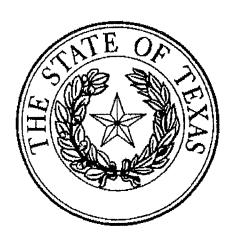
Effective: 07/31/2003

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# Office of the Secretary of State



Luyn Shea Gwyn Shea

Gwyn Shea Secretary of State

## ARTICLES OF MERGER **MERGING** ALCAN PRODUCTS CORPORATION ALCAN PRIMARY PRODUCTS CORPORATION ALCAN FABRICATION CORPORATION AND ALCAN CORPORATION

FILED In the Office of the Secretary of State of Texas

JUL 3 0 2003

Corporations Section

Pursuant to Article 5.01 of the Texas Business Corporation Act (the "TBCA"), Alcan Corporation ("Alcan Corporation"), Alcan Products Corporation ("Alcan Products"), Alcan Primary Products Corporation ("Alcan Primary"), and Alcan Fabrication Corporation ("Alcan Fabrication") (Alcan Products, Alcan Primary, and Alcan Fabrication collectively referred to herein as the "Texas Subsidiaries") hereby adopt the following Articles of Merger:

FIRST: The names and states of incorporation of each of the constituent corporations of the Merger (as hereinafter defined) are as follows:

> Alcan Corporation Texas Alcan Products Corporation Texas Alcan Primary Products Corporation Texas Alcan Fabrication Corporation

Texas

SECOND: An Agreement and Plan of Merger, dated as of July 29, 2003, by and among Alcan Corporation and the Texas Subsidiaries (the "Plan of Merger"), has been approved and executed by each of the constituent corporations, as required by Article 5.03 of the TBCA, having been approved by (i) the board of directors and the sole shareholder of Alcan Corporation, and (ii) the board of directors and the sole shareholder of each of the Texas Subsidiaries. The Plan of Merger provides that certain assets and liabilities of Alcan Corporation shall be merged with and into the Texas Subsidiaries, while certain administrative assets and liabilities of Alcan Corporation shall be retained by Alcan Corporation (the "Merger").

THIRD: Approval of the Plan of Merger by the respective shareholders of Alcan Corporation and the Texas Subsidiaries is required under the TBCA.

Alcan Corporation has 1,000 shares of common stock issued and outstanding, all of which are entitled to vote on the Plan of Merger. By unanimous written consent, all shares gave consent in favor of the Plan of Merger,

Alcan Products Corporation has 1,000 shares of common stock issued and outstanding, all of which are entitled to vote on the Plan of Merger. By unanimous written consent, all shares gave consent in favor of the Plan of Merger.

Alcan Primary Products Corporation has 1,000 shares of common stock issued and outstanding, all of which are entitled to vote on the Plan of Merger. By unanimous written consent, all shares gave consent in favor of the Plan of Merger.

Alcan Fabrication Corporation has 1,000 shares of common stock issued and outstanding, all of which are entitled to vote on the Plan of Merger. By unanimous written consent, all shares gave consent in favor of the Plan of Merger.

FOURTH: The Plan of Merger has been duly authorized by all actions required by the laws of the State of Texas and by the constituent documents of Alcan Corporation and each of the Texas Subsidiaries.

FIFTH: The names and organizational forms of the surviving entities shall be Alcan Corporation, Alcan Products Corporation, Alcan Primary Products Corporation, and Alcan Fabrication Corporation, each a Texas corporation.

SIXTH: The Articles of Incorporation of Alcan Corporation, as a surviving entity, and the Articles of Incorporation of each of the Texas Subsidiaries, as surviving entities, shall not be affected by the Merger.

SEVENTH: The executed Plan of Merger is on file at the principal place of business of Alcan Corporation and the principal place of business of the Texas Subsidiaries, each located at:

### 6060 Parkland Blvd. Cleveland Ohio 44124

EIGHTH: A copy of the Plan of Merger will be furnished by Alcan Corporation or any of the Texas Subsidiaries, upon written request and without cost, to any shareholder of any constituent corporation.

NINTH: A copy of the Plan of Merger will be furnished by Alcan Corporation or any of the Texas Subsidiaries, upon written request and without cost, to any creditor or obligee of Alcan Corporation or any of the Texas Subsidiaries existing at the time of the Merger.

TENTH: Alcan Corporation will be responsible for the payment of all fees and franchise taxes and will be obliged to pay such fees and franchise taxes if the same are not timely paid.

ELEVENTH: These Articles of Merger shall be effective on July 31, 2003.

[THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]
[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Alcan Corporation and the Texas Subsidiaries have each caused these Articles of Merger to be signed by a duly authorized person as of the 29th day of July, 2003.

## ALCAN CORPORATION

Name: Martha F. Brooks

Title: President

## "TEXAS SUBSIDIARIES"

### ALCAN PRODUCTS CORPORATION

Name: William H. Jairrels
Title: Vice President, General Counsel, and

Secretary

ALCAN PRIMARY PRODUCTS **CORPORATION** 

Name: Mathieu Bergeron

Title: Secretary

ALCAN FABRICATION CORPORATION

Name: Charles R. Aley

Title: Secretary

**RECORDED: 02/22/2007** 

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