

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/30/1990

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bernat Yarn & Craft Corporation		04/23/1990	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Craftco, Inc.
Street Address:	70 Eastgate Drive
City:	Danville
State/Country:	ILLINOIS
Postal Code:	61834
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1034354	BERELLA 4

CORRESPONDENCE DATA

Fax Number: (312)269-1747
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3122698465
 Email: dkohn@ngelaw.com
 Correspondent Name: Lee Eulgen c/o Neal, Gerber & Eisenberg
 Address Line 1: 2 North LaSalle Street
 Address Line 2: Suite 2200
 Address Line 4: Chicago, ILLINOIS 60602

ATTORNEY DOCKET NUMBER:	018374.0701
NAME OF SUBMITTER:	Lee J. Eulgen

CH \$40.00 1034354

Signature:	/Lee J. Eulgen/
Date:	05/17/2007
Total Attachments: 9 source=bernat 2 craftco merge#page1.tif source=bernat 2 craftco merge#page2.tif source=bernat 2 craftco merge#page3.tif source=bernat 2 craftco merge#page4.tif source=bernat 2 craftco merge#page5.tif source=bernat 2 craftco merge#page6.tif source=bernat 2 craftco merge#page7.tif source=bernat 2 craftco merge#page8.tif source=bernat 2 craftco merge#page9.tif	

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The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY

Secretary of State

ONE ASHBURTON PLACE
BOSTON, MASS. 02108

FEDERAL IDENTIFICATION
NO. Applied For


Examiner

ARTICLES OF
MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
PURSUANT TO GENERAL LAWS, CHAPTER 156B, SECTION 82

The fee for filing this certificate is prescribed by General Laws, Chapter 156B, Section 114.
Make check payable to the Commonwealth of Massachusetts.

* * *

We, CLINTON C. ATKINS and CARL W. BLUE President* / ~~XXXXXXXXXX~~
and Clerk* / ~~XXXXXXXXXX~~ of (S) CRAFTCO, INC.
name of corporation

organized under the laws of Illinois and herein
called the parent corporation, do hereby certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporations ~~is/are~~ as follows:

Name	State of Organization	Date of Organization
<u>(M) BERNAT YARN & CRAFT CORPORATION</u>	Massachusetts	12/07/79

2. That the parent corporation owns at least ninety per cent of the outstanding shares of each class of the stock of each subsidiary corporation to be merged into the parent corporation.

3. That in the case of each of the above-named corporations the laws of the state of its organization, if other than Massachusetts, permit the merger herein provided for and that all action required under the laws of each such state in connection with this merger has been duly taken. (If all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them, then Paragraph 3 may be deleted.)

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P.C.

*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts these articles are to be signed by officers having corresponding powers and duties.

(MASS. - 164d - 4/14/87)

4. That at a meeting of the directors of the parent corporation the following vote, pursuant to subsection (a) of General Laws, Chapter 156B, Section 82, was duly adopted:

RESOLVED, That it is deemed to be in the best interest of this Corporation and its shareholder that the Agreement and Plan of Merger dated the 23 day of April, 1990, which is attached hereto as Exhibit A and incorporated herein, be approved and that this Corporation merge into itself Bernat Yarn & Craft Corporation, a Massachusetts corporation, which is a wholly owned subsidiary of this Corporation, with said merger being effective April 30, 1990.

BE IT FURTHER RESOLVED, That the terms and conditions of said Agreement and Plan of Merger, and the mode of carrying them into effect as set forth in said Agreement, are hereby approved and adopted.

BE IT FURTHER RESOLVED, That the proper officers of this Corporation be and they are hereby authorized and directed to enter into and execute the Agreement and Plan of Merger in all respects in the name of and on behalf of this Corporation and to execute any and all other documents and take such further actions as may be required to accomplish the foregoing.

NOTE: Votes for which the space provided above is not sufficient should be set out on continuation sheets to be numbered 2A, 2B, etc. Continuation sheets must have a left-hand margin 1 inch wide for binding. Only one side should be used.

EXHIBIT A

**AGREEMENT AND PLAN OF MERGER
BERNAT YARN & CRAFT CORPORATION
INTO
CRAFTCO, INC.**

THIS AGREEMENT AND PLAN OF MERGER (hereinafter called "this Agreement"), is made and entered into as of this 23rd day of April, 1990, pursuant to Sections 11.30 and 11.35 of the Business Corporation Act of 1983 of the State of Illinois and Section 82 of the Business Corporation Law of the State of Massachusetts, by and between CRAFTCO, INC., an Illinois corporation (hereinafter called "CRAFTCO"), and BERNAT YARN & CRAFT CORPORATION, a Massachusetts corporation (hereinafter called "BERNAT"), said corporations being hereinafter sometimes collectively referred to as the "Constituent Corporations".

W I T N E S S E T H :

WHEREAS, CRAFTCO is a corporation duly organized and existing under the laws of the State of Illinois, having been incorporated on March 9, 1990, and BERNAT (formerly Filteries Acquiring Corporation, a Massachusetts corporation) is a corporation duly organized and existing under the laws of the State of Massachusetts, having been incorporated on December 7, 1979; and

WHEREAS, the authorized capital stock of CRAFTCO consists of one hundred thousand (100,000) shares of common stock having no par value of which one thousand (1,000) shares are issued and outstanding; and

WHEREAS, the authorized capital stock of BERNAT consists of ten thousand (10,000) shares of preferred stock having no par value, eight thousand (8,000) shares of Class A common stock having no par value and two thousand (2,000) shares of Class B common stock having no par value of which zero (0) shares of preferred stock are issued and outstanding, eight thousand (8,000) shares of Class A common stock are issued and outstanding and two thousand (2,000) shares of Class B common stock are issued and outstanding; and

WHEREAS, the Boards of Directors of the Constituent Corporations have adopted resolutions deeming it advisable for the general welfare and advantage of the Constituent Corporations and their respective shareholders that the Constituent Corporations merge into a single corporation pursuant to this Agreement, and the Constituent Corporations respectively desire to so merge pursuant to this Agreement and pursuant to the

applicable provisions of the laws of the State of Illinois and the State of Massachusetts;

NOW, THEREFORE, in consideration of these premises and of the mutual covenants and agreements herein contained, the parties hereby agree, in accordance with the applicable provisions of the laws of the State of Illinois and the State of Massachusetts that the Constituent Corporations shall be merged into a single corporation, which corporation shall be CRAFTCO. CRAFTCO shall continue its corporate existence and be the corporation surviving the merger (hereinafter sometimes called the "Surviving Corporation"). The terms and conditions of the merger hereby agreed upon (hereafter called the "Merger") which all of the parties covenant to observe, keep and perform and the mode of carrying the same into effect are and shall be as hereafter set forth:

ARTICLE I
Effective Date of the Merger

This Merger shall become effective on April 30, 1990, for all accounting and tax purposes and shall become effective with respect to the Surviving Corporation on the date of issuance of a Certificate of Merger by the Secretary of State of the State of Illinois.

ARTICLE II
Name of Surviving Corporation

The name of the Surviving Corporation shall be CRAFTCO, INC.

ARTICLE III
Governing Law

The laws which are to govern the Surviving Corporation are the laws of the State of Illinois.

ARTICLE IV
Articles of Incorporation

The Articles of Incorporation of CRAFTCO, as amended at the effective date of the Merger, shall remain in effect thereafter until the same shall be further amended or altered in accordance with the provisions thereof.

ARTICLE V
By-Laws

The By-Laws of CRAFTCO at the effective date of the Merger shall be and remain the By-Laws of the Surviving Corporation

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until the same shall be altered or amended in accordance with the provisions thereof.

ARTICLE VI
Directors and Officers

The sole director of the Surviving Corporation shall be Clinton C. Atkins, until his successor is duly elected and qualified. Subject to the authority of the Board of Directors as provided by law and by the By-Laws of the Surviving Corporation, the officers of CRAFTCO at the effective time of the Merger shall be the officers of the Surviving Corporation until their successors have been elected and qualified.

ARTICLE VII
Effect of Merger on Constituent Corporation's Capital Stock

The mode of carrying into effect the Merger provided in this Agreement and the resulting effect on the shares of capital stock of the Constituent Corporations are as follows:

1. **CRAFTCO Common Stock** - It is hereby acknowledged that Clinton C. Atkins, owning one thousand (1,000) shares of no par value common stock, is the sole shareholder of CRAFTCO. No new shares of CRAFTCO shall be issued as a result of the Merger.
2. **BERNAT Class A Common and Class B Common Stock** - It is hereby acknowledged that CRAFTCO is the sole shareholder of BERNAT. None of the shares of BERNAT no par value Class A common and Class B common stock issued at the effective date of the Merger shall be converted as a result of the Merger, but all such shares shall be cancelled and surrendered upon the effective date of the Merger.

ARTICLE VIII
Effect of the Merger

At the effective date of the Merger, the Surviving Corporation shall succeed to, without other transfer, and shall possess and enjoy, all the rights, privileges, immunities, powers and franchises both of a public and a private nature, and be subject to all the liabilities and restrictions, of each of the Constituent Corporations. All the rights, privileges, immunities, powers, franchises, property (both real and personal), and all debts due to either of said Constituent Corporations on whatever account, shall be vested, and be thereafter the property of the Surviving Corporation. The title to any real estate vested by deed or otherwise in either of said Constituent Corporations shall not revert or be in any way impaired by reason of the Merger; provided, however, that all rights of creditors and all liens upon any property of either of

said Constituent Corporations shall be preserved unimpaired, limited in lien to the property affected by such liens at the effective time of the Merger. All debts, liabilities and duties of said Constituent Corporations, respectively, shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by the Surviving Corporation.

ARTICLE IX
Accounting Matters

This transaction shall be recorded on the books and records of the Surviving Corporation and reported on its financial statements in accordance with the business combination requirements of generally accepted accounting principles as promulgated at the effective date of the Merger. This Merger is intended to be a reorganization as that term is defined in Section 368 of the Internal Revenue Code of 1986, as amended.

ARTICLE X
Filing of Articles of Merger

Upon adoption and approval of this Agreement, Articles of Merger shall be signed, verified and delivered to the Secretary of State of Illinois, the Secretary of State of Massachusetts and thereafter with the Champaign County Recorder of Deeds for filing as provided by Section 11.25 of the Business Corporation Act of the State of Illinois and with the Registry of Deeds in each district in Massachusetts in which real property of the Constituent Corporations is located as provided by Section 82 of the Business Corporation Law of the State of Massachusetts.

ARTICLE XI
Termination and General Provisions

1. Termination and Abandonment - Anything herein or elsewhere to the contrary notwithstanding, this Agreement may be terminated and abandoned at any time before the effective date of the Merger by the Board of Directors of either constituent Corporation.
2. Amendments - Any of the terms or conditions of this Agreement may be modified or waived at any time before the effective date of the Merger if in writing and signed by the party which is entitled to the benefit thereof.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors, and each of the Constituent Corporations has caused its corporate seal to be hereunto affixed and attested by the Signature of its Secretary or an Assistant Secretary, all as of the day and year first above written.

CRAFTCO, INC.
An Illinois Corporation

By *Clinton C. Atkins*
Clinton C. Atkins
President

ATTEST:
By *Carl W. Blue*
Carl W. Blue, Secretary

BERNAT YARN & CRAFT
CORPORATION, A Massachusetts
Corporation

By *Thomas W. Walther*
Thomas W. Walther
President


ATTEST:
By *Francis J. Vahn*
Francis J. Vahn
Assistant Clerk

5. The effective date of the merger as specified in the vote set out under Paragraph 4 is
April 30, 1990

6. (This Paragraph 6 may be deleted if the parent corporation is organized under the laws of Massachusetts.) The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any subsidiary corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by subsection (e) of General Laws, Chapter 156B, Section 82, so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process for the enforcement of any such obligations, including taxes, in the same manner as provided in Chapter 181.

IN WITNESS WHEREOF and under the penalties of perjury we have hereto signed our names this
23rd day of.....April.....1990.....


..... President*
CLINTON C. ATKINS


..... Clerk*
CARL W. BLUE

*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts these articles are to be signed by officers having corresponding powers and duties.

(MASS. - 1644)

3/22/99

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COMMONWEALTH OF MASSACHUSETTS
ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
(General Laws, Chapter 156B, Section 82)

I hereby approve the within articles of merger of parent and subsidiary corporations and, the filing fee in the amount of \$250.00 having been paid, said articles are deemed to have been filed with me this 30th day of April, 1990

Michael J. Connolly

MICHAEL JOSEPH CONNOLLY

Secretary of State

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE *5/6/99* CLERK *[Signature]*

TO BE FILLED IN BY CORPORATION
Photo Copy of Merger To Be Sent

TO: FRANCIS J. JAHN
Meyer, Capel, Hirschfeld, Muncy,
Jahn, E. Aldeen, P.C.
306 W. Church, Post Office Box 577,
Champaign, Illinois 61824-0577
Telephone (217) 352-1800

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