

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/29/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
M & M Manufacturing, L.P.		06/29/2007	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	M&M Manufacturing, LLC
Street Address:	4001 Mark IV Parkway
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76106
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2811574	DUCTITE

CORRESPONDENCE DATA

Fax Number: (312)902-1061
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-577-8034
 Email: oscar.ruiz@kattenlaw.com
 Correspondent Name: Oscar Ruiz c/o Katten Muchin Rosenman
 Address Line 1: 525 W Monroe
 Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:	332659-68
NAME OF SUBMITTER:	Oscar Ruiz
Signature:	/Oscar Ruiz/

CH \$40.00 2811574

Date:

07/20/2007

Total Attachments: 10

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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

June 30, 2007

CT Corporation System
701 Brazos, Ste. 360
Austin, TX 78701 USA

RE:
M&M Manufacturing, LLC (File Number: Not Applicable)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Lorna Wassdorf

Fax: (512) 463-5709
TID: 10339

Dial: 7-1-1 for Relay Services
Document: 176449980002

TRADEMARK
REEL: 003584 FRAME: 0871



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

M & M MANUFACTURING, L.P.
Domestic Limited Partnership (LP)
[File Number: 13910510]

Into

M&M Manufacturing, LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 06/29/2007

Effective: 06/29/2007



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

JUN 29 2007

Corporations Section

CERTIFICATE OF MERGER
of

M & M MANUFACTURING, L.P.
(a Texas limited partnership)

into

M & M MANUFACTURING, LLC
(a Delaware limited liability company)

Pursuant to the provisions of Section 2.11 of the Texas Revised Limited Partnership Act (the "TRLPA"), M & M Manufacturing, L.P., a Texas limited partnership (M & M LP) and M & M Manufacturing, LLC, a Delaware limited liability company ("M & M LLC") adopt the following Articles of Merger for the purpose of merging M & M LP with and into M & M LLC.

1. The name of each of the undersigned entities that are a party to the Agreement and Plan of Merger (the "Plan of Merger") and the laws under which such entities are organized are:

<u>Name of Entity</u>	<u>State</u>
M&M Manufacturing, L.P.	Texas
M&M Manufacturing, LLC	Delaware

2. The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws of the state of Texas, under which M & M LP is organized, and by the constituent documents of M & M LP.

3. An executed copy of the Plan of Merger is on file at the principal place of business of M & M LLC at 4001 Mark IV Parkway, Fort Worth, Texas 76106 and a copy of the Plan of Merger has been furnished by M & M LLC to each partner of M & M LP and M & M LP has complied with the provisions of its partnership agreement regarding furnishing partners copies or summaries of the Plan of Merger.

4. The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws of the state of Delaware, under which M & M LLC is organized, and by the constituent documents of M & M LLC.

IN WITNESS WHEREOF, each of the undersigned has caused these Articles of Merger to be executed this 29th day of June, 2007.

M & M MANUFACTURING, L.P.
a Texas limited partnership
By: Duct Pipe, LLC, its general partner

By: Roderick D. Stepp
Name: Roderick D. Stepp
Title: President

M & M MANUFACTURING, LLC
a Delaware limited liability company

By: Roderick D. Stepp
Name: Roderick D. Stepp
Title: President

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

June 30, 2007

CT Corporation System
701 Brazos, Ste. 360
Austin, TX 78701 USA

RE: M&M Manufacturing, LLC
File Number: 800837336

It has been our pleasure to file the application for registration and issue the enclosed certificate of filing evidencing the authority of the referenced foreign limited liability company (llc) to transact business in Texas.

Unless exempted, the foreign entity is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the foreign entity. The first year franchise tax return will be due a year and ninety days after the registration. Thereafter, an annual franchise tax return is due in May of each year. If you need to contact the Comptroller about franchise taxes, you may contact the agency by calling (800) 252-1381, by e-mail to tax.help@cpa.state.tx.us or by writing P. O. Box 13528, Austin, TX 78711-3528. Telephone questions regarding other business taxes, including sales taxes, should be directed to (800) 252-5555.

The registered foreign entity is not required to file annual reports with the Secretary of State. An application for amended registration must be filed with the Secretary of State if the foreign entity changes its name, changes the purposes to be pursued in Texas, or changes the assumed name it elected to use on its application for registration. It is important for the foreign entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the revocation of the entity's registration by the Secretary of State.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure

Phone: (512) 463-5555
Prepared by: Lorna Wassdorf

Come visit us on the internet at <http://www.sos.state.tx.us/>

Fax: (512) 463-5709
TID: 10292

Dial: 7-1-1 for Relay Services
Document: 176449980003

TRADEMARK
REEL: 003584 FRAME: 0875



Office of the Secretary of State

CERTIFICATE OF FILING OF

M&M Manufacturing, LLC
File Number: 800837336

The undersigned, as Secretary of State of Texas, hereby certifies that an Application for Registration for the above named Foreign Limited Liability Company (LLC) to transact business in this State has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the authority of the entity to transact business in this State from and after the effective date shown below for the purpose or purposes set forth in the application under the name of

M&M Manufacturing, LLC

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 06/29/2007

Effective: 06/29/2007



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

Form 304
(Revised 1/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: \$750



**Application for
Registration
of a Foreign Limited
Liability Company**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
JUN 29 2007
Corporations Section

1. The entity is a foreign limited liability company. The name of the entity is:

M&M Manufacturing, LLC

2A. The name of the entity in its jurisdiction of formation does not contain the word "limited liability company" or "limited company" (or an abbreviation thereof). The name of the entity with the word or abbreviation that it elects to add for use in Texas is:

2B. The entity name is not available in Texas. The assumed name under which the entity will qualify and transact business in Texas is:

3. Its federal employer identification number is: 26-0432240

Federal employer identification number information is not available at this time.

4. It is organized under the laws of: (set forth state or foreign country) Delaware

and the date of its formation in that jurisdiction is: 06/26/2007

5. As of the date of filing, the undersigned certifies that the foreign limited liability company currently exists as a valid limited liability company under the laws of the jurisdiction of its formation.

6. The purpose or purposes of the limited liability company that it proposes to pursue in the transaction of business in Texas are set forth below. The entity also certifies that it is authorized to pursue such stated purpose or purposes in the state or country under which it is organized.

SEE ATTACHMENT

7. The date on which the foreign entity intends to transact business in Texas, or the date on which the foreign entity first transacted business in Texas is: 06/27/2007

8. The principal office address of the limited liability company is:

4001 Mark IV Parkway, Fort Worth, TX, USA 76106

Address *City* *State* *Country* *Zip/Postal Code*

Complete item 9A or 9B, but not both. Complete item 9C.

9A. The registered agent is an organization (cannot be entity named above) by the name of:

C T Corporation System

OR

9B. The registered agent is an individual resident of the state whose name is:

First Name M.I. Last Name Suffix

9C. The business address of the registered agent and the registered office address is:

350 N. St. Paul Street Dallas TX 75201
Street Address City State Zip Code

10. The entity hereby appoints the Secretary of State of Texas as its agent for service of process under the circumstances set forth in section 5.251 of the Texas Business Organizations Code.

11. The name and address of each governing person is:

NAME OF GOVERNING PERSON				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Elbows, LLC				
Organization Name				
ADDRESS OF GOVERNING PERSON				
103 Foulk Road	Wilmington	DE	USA	19803
Street or Mailing Address	City	State	Country	Zip Code
NAME OF GOVERNING PERSON				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Duct Pipe, LLC				
Organization Name				
ADDRESS OF GOVERNING PERSON				
4001 Mark IV Parkway	Fort Worth	TX	USA	76106
Street or Mailing Address	City	State	Country	Zip Code
NAME OF GOVERNING PERSON				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS OF GOVERNING PERSON				
Street or Mailing Address	City	State	Country	Zip Code



Text Area: [The attached addendum, if any, is incorporated herein by reference.]

[Empty text area box]



- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
The following event or fact will cause the document to take effect in the manner described below:



The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: _____

M&M Manufacturing, LLC

Signature and title of authorized person on behalf of the foreign entity

Roderick D. Stepp, President

**Attachment to Texas
Purpose Clause**

The purpose of the limited liability company is to engage in any lawful act or activity for which limited liability companies may be organized to do business under the laws of its jurisdiction of formation and which is permitted under the Texas Limited Liability Company Act.