

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/02/1992

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Macsil, Inc.		03/06/1992	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	Macsil, Inc.
Street Address:	1326-28 Frankford Avenue
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19125
Entity Type:	CORPORATION: PENNSYLVANIA

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	0617601	BALMEX
Registration Number:	0840315	BALMEX

**CORRESPONDENCE DATA**

Fax Number: (423)785-8480  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 4237566600  
 Email: djohnson@millermartin.com  
 Correspondent Name: Douglas T. Johnson  
 Address Line 1: Suite 1000 Volunteer Building  
 Address Line 2: 832 Georgia Avenue  
 Address Line 4: Chattanooga, TENNESSEE 37402-2289

ATTORNEY DOCKET NUMBER:	15788-0019
NAME OF SUBMITTER:	Douglas T. Johnson

**TRADEMARK**

Signature:

/Douglas T. Johnson/

Date:

10/29/2007

**Total Attachments: 7**

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Microfilm Number 9248-175

Filed with the Department of State on JUN 02 1992

Entity Number 2044214

*[Signature]*  
Secretary of the Commonwealth

**ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION**

DSCB:15-1926 (Rev 89)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: MACSIL INC.

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

(a) 1326-28 Frankford Avenue, Philadelphia, Pennsylvania 19125 Philadelphia  
Number and Street City State Zip County

(b) \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

\_\_\_\_ The surviving corporation is a qualified foreign business corporation incorporated under the laws of \_\_\_\_\_ and the (a) address of its current registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

(a) \_\_\_\_\_  
Number and Street City State Zip County

(b) \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

\_\_\_\_ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of \_\_\_\_\_ and the address of its principal office under the laws of such domiciliary jurisdiction is:

\_\_\_\_\_  
Number and Street City State Zip

3. The name and the address of the registered office of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

None

9248-170

DSCB:15-1920 (Rev 89)-2

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on \_\_\_\_\_

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of corporation

Manner of adoption

MACSIL INC.

By Unanimous Written Consent of Board of Directors and Shareholders

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A, attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street	City	State	Zip

IN TESTIMONY WHEREOF, each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 6<sup>th</sup> day of March, 19 92.

MACSIL INC. (A Pennsylvania corporation)

(Name of Corporation)

BY: Edward Waxman

(Signature)

TITLE: Edward Waxman, President

MACSIL INC. (A New Jersey corporation)

(Name of Corporation)

BY: Edward Waxman

(Signature)

TITLE: Edward Waxman, President

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TRADEMARK

REEL: 003648 FRAME: 0940

PLAN AND AGREEMENT OF MERGER

THIS PLAN AND AGREEMENT OF MERGER, made this 6<sup>th</sup> day of March, 1992 by and between Macsil Inc., a New Jersey corporation (hereinafter referred to as "MACSIL"), and Macsil Inc., a Pennsylvania corporation (hereinafter referred to as "NEW MACSIL"), the said corporations being hereafter sometimes collectively called the "Corporations".

W I T N E S S E T H :

WHEREAS, MACSIL is a corporation duly organized and existing under the laws of the State of New Jersey, having been incorporated on the 4th day of May, 1954 and having an authorized capital stock consisting of 2,500 shares of Common Stock, without par value, of which 41 shares are issued and outstanding; and

WHEREAS, NEW MACSIL is a corporation duly organized and existing under the laws of the Commonwealth of Pennsylvania, having been incorporated on the 9th day of August, 1991 and having an authorized capital stock consisting of 2,500 shares of Common Stock, without par value, of which 41 shares are issued and outstanding; and

WHEREAS, the Board of Directors and Shareholders of each of MACSIL and NEW MACSIL have this day determined it to be in the best interests of the Corporations that they be merged.

EXHIBIT "A"

NOW, THEREFORE, the parties hereto, in consideration of the mutual covenants and conditions herein contained, and for other good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, do hereby agree as follows:

1. Merger. MACSIL shall be merged with and into NEW MACSIL on the effective date hereinafter set forth, in accordance with the applicable laws of the Commonwealth of Pennsylvania and State of New Jersey, in a transaction qualifying as a reorganization within the meaning of Section 368(a)(1)(F) of the Internal Revenue Code, and on the terms and conditions set forth in this Plan and Agreement of Merger. From and after such effective date, NEW MACSIL shall be the surviving corporation (the "Surviving Corporation") and shall continue to do business as a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, unaffected and unimpaired by the merger, with all rights, privileges, immunities and powers, and subject to all the duties and liabilities of a corporation organized and existing under the laws of the Commonwealth of Pennsylvania.

2. Articles of Incorporation of Surviving Corporation. The Articles of Incorporation of NEW MACSIL, upon the effective date of the merger, shall be the Articles of Incorporation of the Surviving Corporation.

3. By-Laws of Surviving Corporation. The By-Laws of NEW MACSIL in force on the effective date of the merger shall be the By-Laws of the Surviving Corporation until altered, amended or repealed.

4. Directors and Officers.

(a) The Directors of NEW MACSIL shall be the Directors of the Surviving Corporation.

(b) The Officers of NEW MACSIL shall be the Officers of the Surviving Corporation.

5. Shares of Constituent Corporations.

(a) Each share of capital stock of NEW MACSIL outstanding on the effective date of the merger shall thereupon, without further action, be and continue to be one (1) share of the capital stock of the Surviving Corporation.

(b) All of the authorized and outstanding shares of the capital stock of MACSIL and all rights and respects thereof, shall be cancelled forthwith as of the effective date of the merger. The Certificates evidencing the shares of stock shall be surrendered and cancelled, without consideration.

6. Effect of Merger. Upon this merger becoming effective:

(a) The separate corporate existence of MACSIL shall terminate and NEW MACSIL shall become the owner, without other transfer or further act or deed, of all of the rights,

privileges, powers, property, franchises, estates and interests of every kind of MACSIL, as effectually as the property of the Surviving Corporation as they were of MACSIL; and NEW MACSIL shall be subject to all debts and liabilities of MACSIL in the same manner as if NEW MACSIL had itself incurred them; and NEW MACSIL shall be subject to all of the restrictions, disabilities and duties of each of the Corporations which shall not revert or be in any way impaired by reason of this merger; and rights of creditors and liens upon any property of either of the Corporations shall be preserved unimpaired.

(b) The assets and liabilities of MACSIL shall be taken up on the books of NEW MACSIL in the amount at which they shall at that time be carried on the books of MACSIL.

7. Effective Date of Merger. This Plan and Agreement of Merger shall be effective upon the filing of the requisite form of Articles of Merger with the Secretary of the Commonwealth of



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Pennsylvania and requisite form of Certificate of Merger with the Secretary of State of New Jersey.

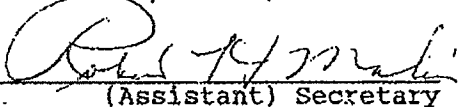
IN WITNESS WHEREOF, each Corporation has caused this Plan and Agreement of Merger to be executed by its respective duly authorized officers and its Corporate Seal affixed, the day and year first above written.

MACSIL INC.,  
a New Jersey corporation

BY

  
EDWARD WAXMAN, President

Attest

  
(Assistant) Secretary

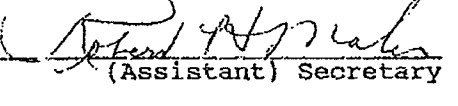
[Corporate Seal]

MACSIL INC.  
a Pennsylvania corporation

BY

  
EDWARD WAXMAN, President

Attest

  
(Assistant) Secretary

[Corporate Seal]