

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/20/1997

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Peerless Industries, Inc.		05/19/1997	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Peerless Industries, Inc.
Street Address:	3215 West North Avenue
City:	Melrose Park
State/Country:	ILLINOIS
Postal Code:	60106
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	78856683	PEERLESS MOUNTS
Registration Number:	2899918	JUMBO 2000
Registration Number:	2574662	JUMBO 2000
Registration Number:	1703903	
Registration Number:	1662187	PEERLESS
Registration Number:	1553605	SLIMLINE

CORRESPONDENCE DATA

Fax Number: (312)832-4700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-832-4398
 Email: cmandly@foley.com, ptomailchicago@foley.com
 Correspondent Name: Charles R. Mandly, Jr.
 Address Line 1: 321 North Clark Street
 Address Line 2: Suite 2800

OP \$165.00 78856683

Address Line 4: Chicago, ILLINOIS 60610

ATTORNEY DOCKET NUMBER: 461494-0211

NAME OF SUBMITTER: Charles R. Mandly, Jr.

Signature: /Charles R. Mandly, Jr./

Date: 03/25/2008

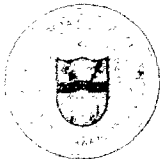
Total Attachments: 3
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State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PEERLESS INDUSTRIES, INC.", A ILLINOIS CORPORATION,
WITH AND INTO "PEERLESS NEWCO, INC." UNDER THE NAME OF
"PEERLESS INDUSTRIES, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE TWENTIETH DAY OF MAY, A.D. 1997, AT
9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO
THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.





Edward J. Freel, Secretary of State

2743069 8100M
971166709

AUTHENTICATION: 8476427
DATE: 05-21-97

TRADEMARK
REEL: 003745 FRAME: 0798

CERTIFICATE OF MERGER

OF

**PEERLESS INDUSTRIES, INC.,
an Illinois corporation**

INTO

**PEERLESS NEWCO, INC.,
a Delaware corporation**

The undersigned corporations do hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations is:

<u>name</u>	<u>state</u>
Peerless Industries, Inc.	Illinois
Peerless Newco, Inc.	Delaware

SECOND: That a plan and agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations, all in accordance with Section 252 of the General Corporation Law of the State of Delaware and Section 11.37 of the Business Corporation Act of the State of Illinois.

THIRD: That the name of the surviving corporation is Peerless Newco, Inc., a Delaware Corporation, whose name will be changed to Peerless Industries, Inc. upon filing of this merger.

FOURTH: That the certificate of incorporation of Peerless Newco, Inc., which is the surviving corporation, shall be the certificate of incorporation of the surviving corporation, except that the name of the surviving corporation shall become Peerless Industries, Inc. on the effective date upon filing of the merger.

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FIFTH: The Illinois Corporation is currently duly authorized to issue 30,000 shares of stock, par value of \$1.00 per share, of which 30,000 shares are validly issued and outstanding, fully-paid and non-assessable and held of record by the same shareholder.

SIXTH: That the executed plan and agreement of merger is on file at the principal place of business of the surviving corporation, the address of which is 1980 Hawthorne, Melrose Park, Illinois.

SEVENTH: That a copy of the Plan and Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

Dated: May 19, 1997

PEERLESS NEWCO, INC.

By: Walter S. Snodell
Walter S. Snodell, President

PEERLESS INDUSTRIES, INC.

By: Walter S. Snodell
Walter S. Snodell, President