

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/25/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Gam-Pak Products Corporation		03/20/2008	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	Roemed Holdings, Inc.
Street Address:	120 Sigma Drive
City:	Garner
State/Country:	NORTH CAROLINA
Postal Code:	27529
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	0990651	GAM-PAK

**CORRESPONDENCE DATA**

Fax Number: (212)859-4000  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2128598000  
 Email: teas@friedfrank.com  
 Correspondent Name: Julie Newman, Fried, Frank, et al.  
 Address Line 1: One New York Plaza  
 Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	7274/2278-2280
NAME OF SUBMITTER:	Julie A. Newman
Signature:	/JAN/

CH \$40.00 0990651

Date:

03/31/2008

**Total Attachments: 5**

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GAM-PAK PRODUCTS CORPORATION", A NEW JERSEY CORPORATION, WITH AND INTO "ROEMED HOLDINGS, INC." UNDER THE NAME OF "ROEMED HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF MARCH, A.D. 2008, AT 1:15 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

3566280 8100M

080352319



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6475490

DATE: 03-25-08

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 003749 FRAME: 0460

CERTIFICATE OF OWNERSHIP AND MERGER

OF

GAM-PAK PRODUCTS CORPORATION

INTO

ROEMED HOLDINGS, INC.

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Pursuant to Section 253 of  
the General Corporation Law of the State of Delaware

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Roemed Holdings, Inc., a corporation organized and existing under the laws of the state of Delaware (this "Corporation"), does hereby certify:

**FIRST:** The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") are as follows:

- (a) The name of the parent corporation is Roemed Holdings, Inc., a corporation organized and existing under the laws of the State of Delaware.
- (b) The name of the subsidiary corporation is Gam-Pak Products Corporation, a corporation organized and existing under the laws of the State of New Jersey ("Gam-Pak").

**SECOND:** The Agreement and Plan of Merger, dated as of March 20, 2008 (the "Merger Agreement"), by and among the Corporation and Gam-Pak, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations and, in the case of the Corporation, in accordance with the requirements of §253 of the General Corporation Law of the State of Delaware. The Corporation approved the Merger Agreement by resolutions duly adopted by the board of directors of the Corporation on March 24, 2008 and set forth on Exhibit A attached hereto.

**THIRD:** In accordance with the Merger Agreement, Gam-Pak will merge with and into the Corporation. Following the merger, the Corporation will continue as the surviving corporation (the "Surviving Corporation") and the separate corporate existence of Gam-Pak will cease. The name of the Surviving Corporation of the merger is Roemed Holdings, Inc.

**FOURTH:** The certificate of incorporation of the Surviving Corporation shall be the certificate of incorporation of the Corporation.

**FIFTH:** The executed Merger Agreement is on file at an office of the Surviving Corporation, the address of which is 120 Sigma Drive, Garner, NC 27529.

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

**SEVENTH:** This Certificate of Ownership and Merger shall be effective upon its filing with the Secretary of State of the State of Delaware.

*[Signature Page follows]*

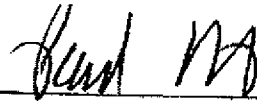
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**TRADEMARK**  
**REEL: 003749 FRAME: 0462**

IN WITNESS WHEREOF, this Certificate of Ownership and Merger has been executed  
by the undersigned, a duly authorized officer of Roemed Holdings, Inc. on behalf of Roemed Holdings, Inc  
this 20<sup>th</sup> day of March, 2008.

ROEMED HOLDINGS, INC.

By: \_\_\_\_\_



Name: Paul Hirt

Title: President

[Signature Page to Certificate of Merger of Gam-Pak into Roemed]

TRADEMARK

REEL: 003749 FRAME: 0463

Exhibit A

RESOLVED, that the Agreement and Plan of Merger by and among the Company and Gam-Pak effecting the Merger in the form and on the terms presented to the Board and attached hereto as Exhibit A (the "Merger Agreement") be, and it hereby is, authorized and approved and that the executive officers of the Company (each, an "Appointed Officer") be, and each hereby is, authorized and directed to execute and deliver the Merger Agreement in the name of and on behalf of the Company, with such changes and additions thereto as any Appointed Officer executing the Merger Agreement shall approve, the execution thereof to be conclusive evidence of such approval;

FURTHER RESOLVED, that the Board hereby determines that the Merger, upon the terms and subject to the conditions in the Merger Agreement, would be advisable and in the best interests of the stockholders of the Company;

FURTHER RESOLVED, that the Board hereby recommends that the stockholders of the Company adopt the Merger Agreement;

FURTHER RESOLVED, that each Appointed Officer be, and each hereby is, authorized and directed to make, execute and deliver, in the name and on behalf of the Company, a certificate of ownership and merger for the state of Delaware and a certificate of merger for the State of New Jersey, and to cause the certificate of ownership and merger to be filed with the Secretary of State of the State of Delaware and the certificate of merger to be filed with the Secretary of State of the State of New Jersey to effect the transactions contemplated by the Merger Agreement in the name of and on behalf of the Company;