

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/01/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Steel Heddle, Inc.		01/28/2004	CORPORATION:

RECEIVING PARTY DATA

Name:	GTP GREENVILLE, INC.
Street Address:	PO Box 1867
City:	Greenville
State/Country:	SOUTH CAROLINA
Postal Code:	29602
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1496549	DRAW-O

CORRESPONDENCE DATA

Fax Number: (864)233-7342
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 864-271-1592
 Email: docketing@dority-manning.com
 Correspondent Name: Dority & Manning, PA
 Address Line 1: PO Box 1449
 Address Line 4: Greenville, SOUTH CAROLINA 29602-1449

ATTORNEY DOCKET NUMBER:	SHM-27-TM
NAME OF SUBMITTER:	James M. Bagarazzi
Signature:	/James M. Bagarazzi/

OP \$40.00 1496549

Date:

04/30/2008

Total Attachments: 11

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ORIGINAL ON FILE IN THIS OFFICE

OCT 12 2004

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF MERGER
OR SHARE EXCHANGE

FILED
JAN 30 2004
Mark Hammond
SECRETARY OF STATE 5

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-11-105 of the 1976 South Carolina Code of Laws, as amended, the undersigned as the surviving corporation in a merger or the acquiring corporation in a share exchange, as the case may be, hereby submits the following information:

1. The name of the surviving or acquiring corporation is GTP Greenville, Inc.
2. Attached hereto and made a part hereof is a copy of the Plan of Merger or Share Exchange (see Sections 33-11-101 (merger) 33-11-102 (share exchange), 33-11-104 (merger of subsidiary into parent) 33-11-107 (merger or share exchange with a foreign corporation), and 33-11-108 (merger of a parent corporation into one of its subsidiaries) of the 1976 South Carolina Code of Laws, as amended).
3. Complete the following information to the extent it is relevant with respect to each corporation, which is a party to the transaction:
 - (a) Name of the corporation is GTP Greenville, Inc.

Complete either (1) or (2), whichever is applicable:

- (1) Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(h), 33-11-104 (a), and 33-11-108(a) of the 1976 South Carolina Code of Laws, as amended).
- (2) The Plan of Merger or Share Exchange was duly approved by shareholders of the corporation as follows:

Voting Group	Number of	Number of	Number of Votes	Number of Undisputed*	
	Outstanding Shares	Votes Entitled to be Cast	Represented at the meeting	For	or Against

*NOTE: Pursuant to Section 33-11-105(a)(3)(ii) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.



(b) Name of the corporation: Steel Heddle, Inc.

Complete either (1) or (2), whichever is applicable:

- (1) Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(h), 33-11-104(a), and 33-11-108 (a)).
- (2) The plan of Merger or Share Exchange was duly approved by shareholders of the corporation as follows:

<u>Voting Group</u>	<u>Number of Outstanding Shares</u>	<u>Number of Votes Entitled to be Cast</u>	<u>Number of Votes Represented at the meeting</u>	<u>Number of Undisputed* Shares For or Against</u>
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*NOTE: Pursuant to Section 33-11-105 (a)(3)(ii) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

4. Unless a delayed date is specified, the effective date of this document shall be the date it is accepted for filing by the Secretary of State (See Section 33-1-230(b) of the 1976 South Carolina Code of Laws). The effective date of the merger shall be at 12:01 a.m. on February 1, 2004.

Date: January 28, 2003

GTP GREENVILLE, INC.

By: James C Thomas
James C. Thomas, President

PLAN OF MERGER

**STEEL HEDDLE, INC.
A DELAWARE CORPORATION
INTO
GTP GREENVILLE, INC.
A SOUTH CAROLINA CORPORATION**

THIS PLAN OF MERGER (hereinafter called the "Agreement"), dated this 28th day of January, 2004, is hereby adopted by GTP GREENVILLE, INC., a South Carolina corporation ("GTP") concerning the merger of STEEL HEDDLE, INC., a Delaware corporation ("Steel Heddle"), a wholly owned subsidiary of GTP, into GTP.

WHEREAS, GTP is a corporation duly organized and existing under the laws of the State of South Carolina, having been incorporated on October 23, 1970;

WHEREAS, Steel Heddle is a corporation duly organized and existing under the laws of the State of Delaware, having been incorporated on August 20, 2001;

WHEREAS, the authorized capital stock of GTP consists of one thousand (1,000) shares of common stock, \$100.00 per share par value, of which one hundred thirty-five (135) shares are outstanding;

WHEREAS, the authorized capital stock of Steel Heddle consists of three thousand (3,000) shares of common stock, (\$1.00 par value), of which one thousand (1,000) shares are outstanding and all of which outstanding shares are owned by GTP; and

WHEREAS, the directors of GTP deem it advisable for the general welfare and advantage of the corporations and their respective shareholders that the corporations merge into a single corporation pursuant to this Agreement, and the corporations respectively desire to so merge

Directors:

Patriek Steverlynoek (Chairman)
Jan Coene
Koen Beckers

Officers:

James C. Thomas	President
Thomas M. Ellis	Vice President
Steven M. Thompson	Secretary, Treasurer and Chief Financial Officer

ARTICLE FOUR. The method of carrying into effect the merger provided in this Agreement, and the manner and basis of converting the shares of Steel Heddle into shares of the Surviving Corporation or into cash, are as follows:

1. GTP. At the effective time of the merger, each shareholder of GTP shall retain the shares of common stock of GTP which such shareholder owned prior to such effective time without change.
2. Steel Heddle; Cancellation of Shares. At the effective time of the merger, the shares of common stock of Steel Heddle issued and outstanding shall be cancelled.
3. Surrender of Certificates. No later than such date as is reasonably selected by the corporate secretary of Steel Heddle, and in all events no later than the closing date, each holder of stock certificates representing shares of common stock of Steel Heddle issued and outstanding at the time the merger becomes effective shall surrender such shares for cancellation.

ARTICLE FIVE. At the effective time 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 shall be subject to all the restrictions, disabilities, and duties, of each of the corporations; and all the rights, privileges,

immunities, powers and franchises of each of the corporations and all property, real, personal or mixed; and all debts due to either of said corporations on whatever account, for stock subscriptions as well as for all other things in action or belonging to each of the corporations, shall be vested in the Surviving Corporation; and all property, rights, privileges, immunities, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of the respective corporations, and the title to any real estate vested by deed or otherwise in either of said 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 the corporations shall be preserved unimpaired, limited in lien to the property affected by such liens at the effective time of the merger, and all debts, liabilities and duties of the corporations, respectively, shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if its debts, liabilities and duties had been incurred or contracted by the Surviving Corporation.

ARTICLE SIX. The assets and liabilities of the corporations as of the effective time of the merger shall be taken up on the books of the Surviving Corporation at the amounts at which they shall be carried at the time on the books of the respective corporations.

ARTICLE SEVEN. Pursuant to Section 252(d) of the General Corporation Law of the State of Delaware, the Surviving Corporation hereby agrees that from and after the effective date of the merger, it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Steel Heddle, as well as for enforcement of any obligation of the Surviving Corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the General Corporation Law, and does hereby irrevocably appoint the Secretary of State of the State of

Delaware as its agent to accept service of process in any suit or other proceedings by sending notice to:

James C. Thomas, President
GTP Greenville, Inc.
Post Office Box 1867
Greenville, South Carolina 29602

ARTICLE EIGHT. If at any time the Surviving Corporation shall conclude or be advised that any further assignment or assurance in law or other action is necessary or desirable to vest, perfect, or confirm, of record or otherwise, in the Surviving Corporation, the title to any property or rights of Steel Heddle acquired or to be acquired by or as a result of the merger, the presidents and secretaries, together, of the corporations shall be and they hereby are severally and fully authorized to execute and deliver such properties, assignments and assurances in law and to take such other action as may be necessary or proper to vest, perfect or confirm title to such property or rights in the Surviving Corporation and otherwise carry out the purposes of this Plan.

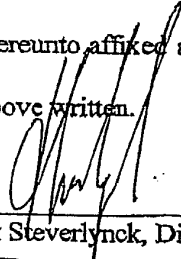
ARTICLE NINE. Anything herein or elsewhere to the contrary notwithstanding, this Plan may be terminated in the event and at any time before the effective time of the merger, by the mutual consent of the board of directors of each of the corporations. It is anticipated that this Plan may be terminated and abandoned in the event circumstances arise prior to the effective time of the merger which would indicate that the transactions contemplated hereby are not in compliance with applicable federal and state securities laws, or that the merger would not be deemed a tax-free transaction for United States income tax purposes as described more fully hereafter, or if any action or proceeding before any court or other governmental body or agency shall have been instituted or threatened to restrain or prohibit the merger and it is deemed advisable not to proceed with the merger. Upon any such termination and abandonment, neither party shall have any liability or obligation hereunder to the other party.

ARTICLE TEN. It is the intent of this Plan and of the parties hereto that this Plan of Merger shall be considered a statutory merger and shall be undertaken, as contemplated by Section 368(a)(1)(A) of the Code; that this Plan of Merger shall be considered a "plan of reorganization" for such purposes; and that the exchange of shares of stock of Steel Heddle for shares of stock of the Surviving Corporation shall be considered a non-taxable exchange pursuant to Section 354 of the Code.


ARTICLE ELEVEN. If prior to the effective time of the merger the president of GTP determines that some nonsubstantive amendment or alteration to this Plan is needed solely for the purpose of complying with the applicable corporate laws of the State of South Carolina, or the applicable income tax laws of the United States, or the applicable federal or state securities laws, then the president of GTP shall be, and hereby is, authorized to make such amendment to this Plan as shall be deemed necessary by him to satisfy such applicable requirements; and in this regard the said president shall be protected from liability so long as his actions and decisions are made by him in good faith.

ARTICLE TWELVE. This Plan of Merger may be executed in one or more counterparts, all of which shall be considered one and the same, and shall become effective when one or more counterparts have been executed and delivered by each person required to sign hereon.

IN WITNESS WHEREOF, this Plan of Merger has been adopted by all of the directors of GTP, and GTP has caused its corporate seal to be hereunto affixed and attested by the signature of its secretary, all as of the day, month and year first above written.

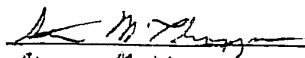


Patrick Steverlynck, Director, GTP



Jan Coene, Director, GTP

(SEAL)
ATTEST:



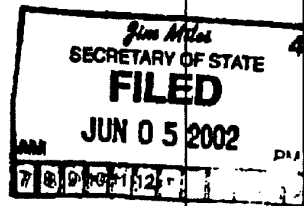
Steven M. Thompson, Secretary, GTP

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ORIGINAL ON FILE IN THIS OFFICE

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

OCT 12 2004

ARTICLES OF AMENDMENT



Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA
TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant Section 33-10-106 of the 1976 South Carolina Code of Laws, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1 The name of the corporation is Picanol of America, Inc.
- 2 Date of Incorporation is October 23, 1970.
3. Agent's Name and Address: David A. Quattlebaum, III, 300 East McBee Avenue, Suite 500, Greenville, SC 29601
- 4 On May 31, 2002, the corporation adopted the following Amendment(s) of its Articles of Incorporation: (Type or attach the complete text of each Amendment)

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors and Shareholder of the Corporation hereby approve of the change of the Corporation's name to **GTP Greenville, Inc.** and any one or more of the executive officers of the Corporation are hereby authorized and directed to execute and file such documents as may be necessary to effect the change of the Corporation's name.

- 5 The manner, if not set forth in the Amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the Amendment shall be effected, is as follows: (if not applicable, insert "not applicable" or "NA").

NA

- 6 Complete either "a" or "b", whichever is applicable.

- a. Amendment(s) adopted by shareholder action.

At the date of adoption of the Amendment, the number of outstanding shares of each voting group entitled to vote separately on the Amendment, and the vote of such shares was:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of Votes Represented at the meeting	Number of Undisputed* Shares	
				For	or Against
Common	135	135	135	135	-0-

02-030527CC

Picanol of America, Inc.
Name of Corporation

*NOTE: Pursuant to Section 33-10-106(6)(i) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of disputed shares cast for the amendment by each voting group together with a statement that the number of cast for the amendment by each voting group was sufficient for approval by that voting group.

- b. The Amendment(s) was duly adopted by the incorporators or board of directors without shareholder approval pursuant to Section 33-6-102(d), 33-10-102 and 33-10-105 of the 1976 South Carolina Code of Laws, as amended, and shareholder action was not required.
- 7 Unless a delayed date is specified, the effective date of these Articles of Amendment shall be the date of acceptance for filing by the Secretary of State (See Section 33-1-230(b) of 1976 South Carolina Code of Laws, as amended) effective as of June 10, 2002.

PICANOL OF AMERICA, INC.

By: James C. Thomas
James C. Thomas, President

Date: May 31, 2002

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