

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the record to identify Assignor Xaloy Merger Corp. and Assignee Xaloy Incorporated evidenced by the 09/30/1987 Agreement of Merger previously recorded on Reel 000899 Frame 0755. Assignor(s) hereby confirms the Merger and Change of Name.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Xaloy Merger Corp.		09/30/1987	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Xaloy Incorporated
Street Address:	1399 County Line Road
City:	New Castle
State/Country:	PENNSYLVANIA
Postal Code:	16107
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	335877	XALOY
Registration Number:	1062082	XAL-BOND
Registration Number:	1405494	X-PSI
Registration Number:	1424589	XALOY 309
Registration Number:	1441782	X-830

CORRESPONDENCE DATA

Fax Number: (212)446-4900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2129093078
 Email: szablocki@kirkland.com
 Correspondent Name: Susan Zablocki
 Address Line 1: 153 East 53rd Street
 Address Line 2: Kirkland & Ellis LLP

CH \$140.00 335877

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:

36902-46

NAME OF SUBMITTER:

Susan Zablocki

Signature:

//susan zablocki//

Date:

09/04/2008

Total Attachments: 9

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TRADE MARKS
RELATED CAUSES

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TRADEMARK

REEL 0889 FRAME 755

August 18, 1992

Commissioner of Patents and Trademarks

ATTN: **BOX ASSIGNMENTS**

Washington, D.C. 20231

Re: OFGS File No. XAL-4.019 (645-124)
U.S. Trademark Registrations

S I R:

The five (5) registrations on the attached Schedule of Trademarks stand in the name of Xaloy Incorporated, a California corporation. On September 30, 1987, Xaloy Merger Corp., a Delaware Corporation, and Xaloy Incorporated, a California corporation merged, with the surviving corporation being Xaloy Incorporated, a Delaware corporation. Please record the change to Xaloy Incorporated, a Delaware corporation in connection with the five registrations in the attached Schedule. For this purpose, we enclose the following:

- Certified copy of certificate of good standing and Certificate of agreement of merger
- OFGS Check No. 18982 in the amount of \$140.00 @ \$40.00 for the first registration and \$25.00 each addtl. in payment of the Government Recordation Fee
- Return-Addressed Post Card

In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee is due during the prosecution of this case is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as Express Mail No. [GB301853739] in an envelope addressed to: Commissioner of Patents and Trademarks, Washington, DC 20231, on August 18, 1992

Dorothy Jenkins
Dorothy Jenkins

Respectfully submitted,

Marvin C. Soffen
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Telephone: (212) 382-0700

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TRADEMARK

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SCHEDULE OF TRADEMARKS

<u>OFGS FILE</u>	<u>REG. NO.</u>	<u>TRADEMARK</u>	<u>DATED</u>
<u>XAL-TM-1 (645-58)</u>	<u>335,877</u>	<u>XALOY</u>	<u>06/16/36</u>
<u>XAL-TM-3 (645-126)</u>	<u>1,062,082</u>	<u>XAL-BOND</u>	<u>03/29/77</u>
<u>XAL-TM-5 (645-22)</u>	<u>1,405,494</u>	<u>X-PSI</u>	<u>08/19/86</u>
<u>XAL-TM-7 (645-30)</u>	<u>1,424,589</u>	<u>XALOY 309</u>	<u>01/13/87</u>
<u>XAL-TM-8 (645-31)</u>	<u>1,441,782</u>	<u>X-830</u>	<u>06/09/87</u>

TRADEMARK

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State of Delaware



Office of Secretary of State

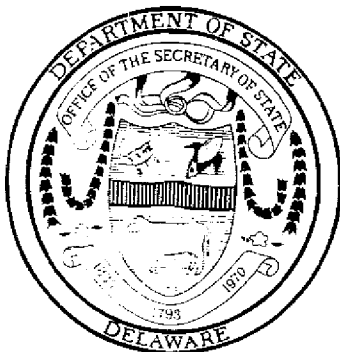
I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY XALOY INCORPORATED IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

* * * * *

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TRADEMARK

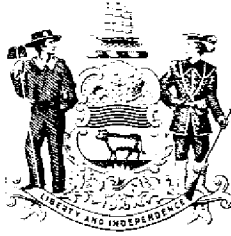


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Michael Ratchford
Michael Ratchford, Secretary of State

AUTHENTICATION: *3518115
DATE: 07/14/1992

TRADEMARK
REEL: 003848 FRAME: 0531



Office of Secretary of State

I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER (DELAWARE & FOREIGN) OF "XALOY MERGER CORP." FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 1987, AT 2 O'CLOCK P.M.

* * * * *

REEL 0889 FRAME 758
TRADEMARK



921965122

Michael Ratchford

SECRETARY OF STATE *3518522
AUTHENTICATION:

DATE: 07/14/1992

TRADEMARK
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SEP 30 1987

Michael H. ...
SECRETARY OF STATE

AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER (the "merger agreement"), dated as of September 30, 1987, between Xaloy Merger Corp., a Delaware Corporation (the "corporation"), and Xaloy Incorporated, a California Corporation (the "company"). The corporation and the company are sometimes referred to as the "constituent corporations". The corporation is sometimes referred to as the "surviving corporation."

WHEREAS, the corporation is a corporation duly organized and existing under the laws of the state of Delaware with an authorized capital consisting of 5,000 shares (the "shares") of common stock, par value \$5.00 per share, 200 of which shares are, as of the date hereof issued and outstanding;

WHEREAS, the company is a corporation duly organized and existing under the laws of the state of California with an authorized capital consisting of 5,000 shares (the "stock") of common stock, par value \$5.00 per share, 200 of which stock is, as of the date hereof, issued and outstanding;

WHEREAS, the respective boards of directors of the corporation and company deem it advisable and in the best interests of each such corporation and their respective shareholders that the company be merged with and into the corporation as provided herein, and they have accordingly adopted resolutions approving this merger agreement and directing the submission of this merger agreement to the shareholders of the constituent corporations, and the holders of all outstanding shares of the constituent corporations have approved this merger agreement;

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements contained herein, the parties hereto covenant and agree as follows:

ARTICLE I
The Merger

1.1 At the effective time (as defined in Section 6.1 hereof) of the Merger, the company shall be merged with and into the corporation, which shall continue to be governed by the laws of the state of Delaware, and the separate corporate existence of the company shall there upon cease. The merger shall be consummated pursuant to the provisions of and with the effect provided in the general corporation law of the state of Delaware.

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ARTICLE II
Certificate of Incorporation and Bylaws

2.1 At the Effective Time, the By-Laws of the company, as in effect immediately prior to the Effective Time, shall become the bylaws of the corporation, and will thus constitute the bylaws of the surviving corporation until duly amended in accordance with the law. At the Effective Time, the Certificate of Incorporation of the corporation, as in effect immediately prior to the Effective Time shall continue to be the Certificate of Incorporation of the corporation as the surviving corporation, and Article I of the Articles of Incorporation shall be amended to read as follows:

ARTICLE I

The name of the corporation shall be Xaloy Incorporated.

ARTICLE III
Directors and Officers

3.1 The persons who are directors of the company immediately prior to the Effective Time shall, after the Effective Time, continue as directors of the surviving corporation without change until their successors have been elected and qualified in accordance with the law and the articles of incorporation and By-Laws of the surviving corporation. The persons who are officers of the company immediately prior to the Effective Time shall, after the Effective Time, continue as officers of the surviving corporation without change until their successors have been elected and qualified in accordance with the law and the Articles of Incorporation and By-Laws of the surviving corporation.

ARTICLE IV
Manner and Basis of Converting Shares

4.1 At the Effective Time of the merger, each share of the company's common stock then issued and outstanding shall, by virtue of the merger and without any action on the part of the holder thereof, be converted into one fully paid and nonassessable share, par value \$5.00 per share, of the surviving corporation.

ARTICLE V
The Following Rights and Duties
of the Surviving Corporation

5.1 At the Effective Time of the merger, for all purposes, the separate existence of the company shall cease, and the company shall be merged with and into the corporation, which as the surviving corporation shall thereupon and thereafter possess all the rights, privileges, powers and franchises, of a public as well as of a private nature, of the constituent

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corporations, and be subject to all the restrictions, disabilities, privileges, powers and franchises of each of the constituent corporations; and all and singular, the rights, privileges, powers and franchises of each of the constituent corporations, and all property, real, personal and mixed, in all debts due to any of the constituent corporations on whatever account, for stock subscriptions as well as for all other things in action, belonging to each of such constituent corporations shall be vested in the surviving corporation; and all property, rights, privileges, 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 several and respective constituent corporations, and the title to any real estate vested by deed or otherwise, under the laws of the state of Delaware or any other jurisdiction, in any of such constituent corporations, shall not revert or be in any way impaired by reason of the General Corporation Law of the State of Delaware; provided that all rights of creditors and all liens upon any property of any of the constituent corporations shall be preserved unimpaired, and all debts, liabilities and duties of the respective constituent corporations shall thenceforth attach to the surviving corporation, and may be enforced against it to the extent as if said debts, liabilities and duties had been incurred or contracted by it, including the applications and duties of either constituent corporation under any agreement between such constituent corporation and any labor union. If at any time the surviving corporation shall consider or be advised that any further assignment or assurances in law or anything are necessary or desirable to vest in the surviving corporation, according to the terms hereof, the title of any property or rights of the company, the last acting officers and directors of the company, as the case may be, or the corresponding officers and directors of the surviving corporation, shall and will execute and make all such proper assignments and assurances and do all things necessary or proper to vest title in such property or rights in the surviving corporation, and otherwise to carry out the purposes of this Merger Agreement.

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ARTICLE VI
Effective Time

6.1 As used in this merger agreement the term "Effective Time" shall mean the time at which an executed original or counterpart of this agreement, along with an officers certificate of each constituent corporation, is filed with the Secretary of State of Delaware pursuant to the General Corporation Law of the State of Delaware. For accounting and tax purposes, the merger shall be effective as of the opening for business on September 28, 1987.

ARTICLE VII
Termination

7.1 Notwithstanding favorable action with respect to the merger by the respective shareholder of either constituent corporation, this merger agreement shall be terminated without further action by the parties hereto in the event that the agreement is terminated in accordance with its terms, and in such event this merger agreement shall have no further force or effect and there shall be no liability on the part of the parties hereto except to the extent otherwise provided in the agreement.

ARTICLE VIII
Counterparts

8.1 This merger agreement may be executed in any number of counterparts, each of which shall be deemed an original, and all of such counterparts together shall constitute one and the same instrument.

ARTICLE IX
Amendment

9.1 Subject to applicable law, this merger agreement may be amended, modified or supplemented only by written agreement of the corporation and the company, duly authorized by each of their respective board of directors, at any time prior to the Effective Time.

XALOY MERGER CORP.

BY Walt H. Coy
President

ATTEST:

BY Geo. H. Smith II
Secretary

XALOY INCORPORATED

BY Walt H. Coy
President

ATTEST:

BY Geo. H. Smith II
Secretary

TRADEMARK

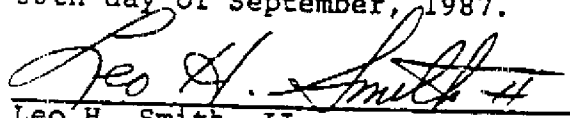
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XALOY MERGER CORP. CERTIFICATE OF SECRETARY

I, Leo H. Smith, II, hereby certify that I am the secretary of Xaloy Merger Corp., (the "Company"), a Delaware Corporation, and that

the Agreement of Merger was validly adopted by consent of the sole shareholder of the company as of September 30, 1987, and the resolutions have not been modified, amended or rescinded and are in full force and affect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the company as of this 30th day of September, 1987.



Leo H. Smith, II
Secretary, Xaloy Merger Corp.

(CORPORATE SEAL)

TRADEMARK

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RECORDED
PATENT AND TRADEMARK
OFFICE

AUG 18 1992