

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/31/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Key Components, LLC		08/25/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Key Components, Inc.
Street Address:	13000 West Silver Spring Drive
City:	Butler
State/Country:	WISCONSIN
Postal Code:	53007
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	75262658	BATES
Registration Number:	2472211	CONNECTPRO
Registration Number:	3507822	MARINCO
Registration Number:	2532644	PARKPOWER
Registration Number:	2451283	POWERCORD PLUS
Serial Number:	77393860	SEALINK
Registration Number:	1292887	SEATEAK
Registration Number:	3492445	TRIXFER

CORRESPONDENCE DATA

Fax Number: (414)978-8789
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (414) 277-5789

CH \$215.00 75262658

Email: tm-dept@quarles.com
Correspondent Name: Cheryl M. Smukowski
Address Line 1: 411 East Wisconsin Avenue
Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	124516.00002
NAME OF SUBMITTER:	Cheryl M. Smukowski
Signature:	/cms/
Date:	10/29/2008

Total Attachments: 9

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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 MERGER, WHICH MERGES:

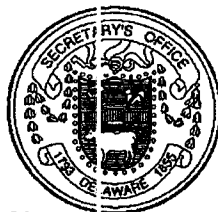
"KEY COMPONENTS, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "KEY COMPONENTS, INC." UNDER THE NAME OF "KEY COMPONENTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF AUGUST, A.D. 2008, AT 11:55 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2008, AT 11:58 O'CLOCK P.M.

4592750 8100M

080905604

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6819367

DATE: 08-28-08

TRADEMARK
REEL: 003879 FRAME: 0561

CERTIFICATE OF MERGER
OF
KEY COMPONENTS, LLC
(a Delaware limited liability company)
WITH AND INTO
KEY COMPONENTS, INC.
(a New York corporation)

* * * * *

Pursuant to Section 904-A of the New York Business Corporation Law, and Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger.

1. The name of each constituent entity is as follows:

<u>Name of Entity</u>	<u>Jurisdiction of Formation/Incorporation</u>
Key Components, Inc.	New York
Key Components, LLC	Delaware

2. The date when the certificate of incorporation or articles of organization of each foreign constituent entity was filed by the New York Department of State is as follows:

<u>Name of Entity</u>	<u>Date of Incorporation</u>
Key Components, Inc.	April 30, 1997

3. Key Components, LLC, a Delaware limited liability company, filed the Certificate of Organization with the Delaware Secretary of State on April 17, 1998 and the date when its application for authority was filed by the New York Department of State was as of May 18, 1998.

4. An agreement and plan of merger has been approved and executed by each constituent entity.

5. The name of the surviving corporation is Key Components, Inc.

6. This Certificate of Merger shall be effective as of the 31st day of August, 2008 at 11:58 pm.

7. The merger is permitted by the jurisdiction of incorporation or organization and is in compliance therewith with respect to each of the foreign constituent entities set forth in Section 3 above.

8. The agreement and plan of merger is on file at the place of business of the surviving entity, at the following address: Key Components, Inc., 13000 W. Silver Spring Road, Milwaukee WI, 53201.

9. A copy of the agreement of merger will be provided by the surviving entity upon request and without cost to any member of the merging entities, or any person holding an interest in any of the merging entities.

10. The surviving foreign Corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed by the Secretary of State is Key Components, Inc., 13000 W. Silver Spring Road, Milwaukee, WI 53201.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 25th day of August, 2008, by a duly authorized officer of the Surviving Corporation.

KEY COMPONENTS, INC.

By: Terry M. Braatz
Name: Terry Braatz
Title: Treasurer

(Signature: Page to Key LLC Key Inc Cert of Merger)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original



WITNESS my hand and official seal of the Department of State, at the City of Albany, on September 4, 2008.

Paul LaPointe

Paul LaPointe
Special Deputy Secretary of State

CT-07

080829000045

**CERTIFICATE OF MERGER
OF
KEY COMPONENTS, LLC
(a Delaware limited liability company)
WITH AND INTO
KEY COMPONENTS, INC.
(a New York corporation)**

* * * * *

Pursuant to Section 904-A of the New York Business Corporation Law, the undersigned corporation executed the following Certificate of Merger.

1. The name of each constituent entity is as follows:

<u>Name of Entity</u>	<u>Jurisdiction of Formation/Incorporation</u>
Key Components, Inc.	New York
Key Components, LLC	Delaware

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CHI99 5018662-2.065322.0010

080829000045

**TRADEMARK
REEL: 003879 FRAME: 0566**

8. The agreement and plan of merger is on file at the place of business of the surviving entity, at the following address: Key Components, Inc., 13000 W. Silver Spring Road, Milwaukee WI, 53201.

CHI99 5018662-2.065322.0010

TRADEMARK
REEL: 003879 FRAME: 0567

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the
25th day of August, 2008, by a duly authorized officer of the Surviving Corporation.

KEY COMPONENTS, INC.

By: Terry M. Bratz
Name: Terry Bratz
Title: Treasurer

Key Components, LLC

By: Terry M. Bratz
Name: Terry Bratz
Title: authorized person

(Signature: Page to Key LLC Key Inc Cert of Merger)

CT-07

080829000045

CERTIFICATE OF MERGER
OF
KEY COMPONENTS, LLC
WITH AND INTO
KEY COMPONENTS, INC.

Under section 904-A of the Business Corporation Law

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED AUG 29 2008

TAXS: _____

BY: _____

0 AND
WEST

RECEIVED
2008 AUG 28 PM 1:54

Filed By:
Helen Friedli
227 W. Monroe Street
Chicago IL 60606

Cst ref# 7335623my

X-1

DRAWDOWN

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2008 AUG 29 AM 9:28

FILED

2008 AUG 29 AM 9:06

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