

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion of Entity Type		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GALBREATH INCORPORATED		10/01/2008	CORPORATION: INDIANA
RECEIVING PARTY DATA			
Name:	GALBREATH LLC		
Street Address:	463 EAST ROSSER DRIVE		
City:	WINAMAC		
State/Country:	INDIANA		
Postal Code:	46996		
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	1796654	GALBREATH	
Registration Number:	1957439	RIGHTHOOK	
Registration Number:	1957440	RIGHTHOOK	
Registration Number:	2231590	CAN-LOCK	
Registration Number:	3014730	REVOLUTION	
Registration Number:	3136524	HOOK-IT	
Registration Number:	3182345	POWER TOWER	
Registration Number:	3218792	SLAYER	
Registration Number:	3263925	CLASSIC GALBREATH	
Serial Number:	76651363	POWERTOWER	
Serial Number:	77309951	SHORT PAK	
Serial Number:	77351954	SHORT PACK	
Serial Number:	77433535	SEAL PAK	
CORRESPONDENCE DATA			

CH \$340.00 1796654

Fax Number: (216)241-0816
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 216 622 8200
Email: ipdocket@calfee.com
Correspondent Name: Calfee, Halter & Griswold LLP
Address Line 1: 800 Superior Ave.
Address Line 2: 1400 KeyBank Center
Address Line 4: Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	20218/03905
NAME OF SUBMITTER:	Ryan W. Falk
Signature:	/Ryan W. Falk/
Date:	11/17/2008

Total Attachments: 7
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State of Indiana
Office of the Secretary of State

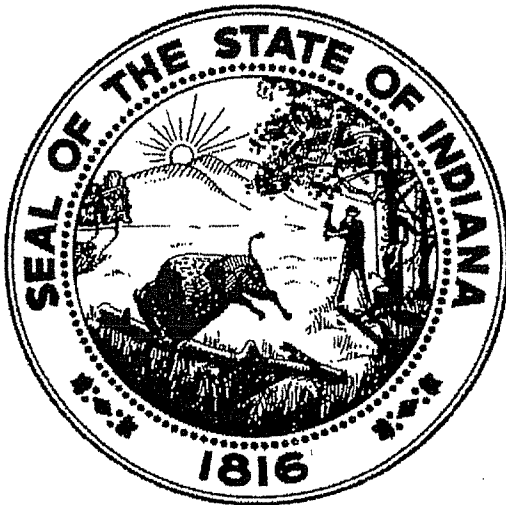
CERTIFICATE OF AMENDMENT
of
GALBREATH INCORPORATED

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

GALBREATH LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, October 01, 2008.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, October 1, 2008.

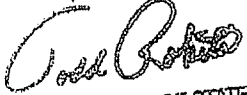
A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

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APPROVED
AND
FILED


IND. SECRETARY OF STATE

RECEIVED
CORPORATIONS DIV.

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**ARTICLES OF ENTITY CONVERSION
OF
GALBREATH INCORPORATED
INTO
GALBREATH LLC**

Galbreath Incorporated, an Indiana corporation (the "Converting Corporation"), incorporated on August 12, 1991, desiring to convert into an Indiana limited liability company pursuant to Chapter 38.5 of the Indiana Business Corporation Law (the "IBCL"), submits these Articles of Entity Conversion and the following facts:

ARTICLE I

Name of Entity Before and After Conversion

The name of the Converting Corporation immediately prior to the filing of these Articles of Entity Conversion is Galbreath Incorporated. The name to which the name of the Converting Corporation is to be changed is Galbreath LLC.

ARTICLE II

Type of Entity for the Surviving Entity

The type of entity the surviving entity will be is an Indiana limited liability company.

ARTICLE III

Adoption of Plan of Entity Conversion

The Plan of Entity Conversion, attached hereto as Exhibit A and incorporated herein by reference, was duly approved by the sole shareholder of the Converting Corporation by written consent dated as of September 30, 2008. The adoption and approval of the Plan of Entity Conversion by the sole shareholder of the Converting Corporation was in accordance with the manner required by Chapter 38.5 of the IBCL and the articles of incorporation of the Converting Corporation.

ARTICLE IV

Articles of Organization

The Articles of Organization attached as Annex A to the Plan of Entity Conversion shall be the Articles of Organization of the Converting Corporation immediately after the conversion becomes effective.

ARTICLE V

Effective Time

The conversion shall become effective upon the filing of these Articles of Entity Conversion with the office of the Secretary of State of Indiana.

IN WITNESS WHEREOF, the undersigned being an officer or other duly authorized representative of the Converting Corporation executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true, this 30th day of September, 2008.

GALBREATH INCORPORATED

By: 

Printed: Stephen Graham

Title: CFO and Treasurer

Exhibit A
Plan of Conversion

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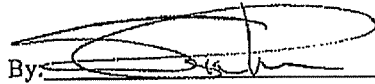
**PLAN OF ENTITY CONVERSION
OF
GALBREATH INCORPORATED
INTO
GALBREATH LLC**

This Plan of Entity Conversion sets forth the terms of the conversion of Galbreath Incorporated, an Indiana corporation (the "Converting Corporation"), into Galbreath LLC, an Indiana limited liability company (the "Surviving LLC") (the foregoing being referred to as the "Conversion").

1. Type of Entity. The type of entity that the surviving entity will be is an Indiana limited liability company.
2. Terms and Conditions of the Conversion. The Conversion shall be effective upon filing of the Articles of Entity Conversion with the office of the Indiana Secretary of State (the "Effective Time"). At the Effective Time, the Converting Corporation shall be converted into the Surviving LLC, which shall be an Indiana limited liability company. In addition, the Conversion shall have such other effects as are specified by the Indiana Business Corporation Law.
3. Manner and Basis for Conversion of Interests. The sole shareholder of the Converting Corporation shall receive the entire membership interest of the Surviving LLC in exchange for all of the issued and outstanding shares of the Converting Corporation. At the Effective Time, all of the shares of the Converting Corporation, by virtue of the Conversion and without any action on the part of the holder thereof, shall be converted into membership rights in the Surviving LLC automatically by operation of law, without any other distribution in respect thereof. The sole shareholder of the Converting Corporation shall become the sole member of the Surviving LLC.
4. Articles of Organization of Surviving LLC. Attached to this Plan of Entity Conversion as Annex A is the Surviving LLC's Articles of Organization effective as of the Effective Time, which is incorporated herein by reference as though fully set forth in this Plan of Entity Conversion. At the Effective Time, the articles of incorporation and bylaws of the Converting Corporation shall be of no further force or effect.
5. Further Assurances. If at any time the Surviving LLC, or its successors or assigns, shall consider or be advised that any further assignments or assurances in law or any other acts are necessary or desirable to carry out the purposes of this Plan of Entity Conversion, the Converting Corporation and its proper officers and directors shall be deemed to have granted to the Surviving LLC an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to vest, perfect or confirm title to and possession of such rights, properties or assets in the Surviving LLC and otherwise to carry out the purposes of this Plan of Entity Conversion, and the officers of the Surviving LLC are fully authorized in the name of the Converting Corporation or otherwise to take any and all such action.

IN WITNESS WHEREOF, the Converting Corporation has executed this Plan of Entity Conversion as of the 30th day of September, 2008.

GALBREATH INCORPORATED



By: _____
Printed: Stephen Graham
Title: CFO and Treasurer

Annex A

**ARTICLES OF ORGANIZATION
OF
GALBREATH LLC**

Galbreath Incorporated submits the following Articles of Organization in connection with its conversion, pursuant to Ind. Code § 23-1-38.5, from an Indiana business corporation into an Indiana limited liability company named Galbreath LLC (the "Company") organized and existing pursuant to the Indiana Business Flexibility Act, Ind. Code § 23-18 (the "Act"):

**ARTICLE I
Name**

The name of the Company is Galbreath LLC.

**ARTICLE II
Registered Office and Agent**

The street address of the Company's registered office in the State of Indiana at the time of filing these Articles of Organization is 251 East Ohio Street, Suite 500, Indianapolis, Indiana 46204, and the name of its registered agent at such office is currently Corporation Service Company.

**ARTICLE III
Term of Existence**

The term of existence of the Company is perpetual until dissolved in accordance with the Act or the Company's Operating Agreement as in effect from time to time.

**ARTICLE IV
Management by Managers**

The Company is to be managed by one or more managers in accordance with and with such powers, duties and liabilities as provided in the Company's Operating Agreement as in effect from time to time.

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