

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
Actown-Electrocoil, Inc.		08/25/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Acme Electric Corporation
Street Address:	13000 West Silver Spring Drive
City:	Butler
State/Country:	WISCONSIN
Postal Code:	53007
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3123551	TIGHTPAK

CORRESPONDENCE DATA

Fax Number: (414)978-8789
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 414 277-5789
 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:	127872.00011
NAME OF SUBMITTER:	Cheryl M. Smukowski
Signature:	/cms/

Date:

12/10/2008

Total Attachments: 4

source=Actown Merger#page1.tif

source=Actown Merger#page2.tif

source=Actown Merger#page3.tif

source=Actown Merger#page4.tif

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:

"ACTOWN ELECTROCOIL, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ACME ELECTRIC INC." UNDER THE NAME OF "ACME ELECTRIC INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2008, AT 2:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2008, AT 11:53 O'CLOCK P.M.



2843455 8100M

081060489

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6929223

DATE: 10-23-08

TRADEMARK
REEL: 003900 FRAME: 0399

CERTIFICATE OF OWNERSHIP AND MERGER
OF
ACTOWN ELECTROCOIL, INC.
(a Delaware corporation)
INTO
ACME ELECTRIC CORPORATION
(a Delaware corporation)

* * * *

ACME ELECTRIC CORPORATION, a corporation organized and existing under the Delaware General Corporation Law, DOES HEREBY CERTIFY THAT:

1. Actown Electrocoil, Inc. is a business corporation incorporated under the laws of the State of Delaware ("Actown").
2. Acme Electric Corporation is a business corporation incorporated under the laws of the State of Delaware (the "Corporation").
3. The Corporation is the owner of all of the outstanding shares of stock of Actown and Actown hereby merges itself with and into the Corporation (the "Merger") which shall be the surviving corporation (the "Surviving Corporation").
4. The Board of Directors of the Corporation by unanimous written consent dated August 25, 2008 approved and adopted the following resolutions for the merger of Actown into the Corporation:

WHEREAS, the board of directors of the Corporation deems it to be advisable and in the best interest of the Corporation for Actown Electrocoil, Inc., a Delaware corporation ("Actown"), to merge with and into the Corporation (the "Actown Merger").

NOW, THEREFORE, BE IT RESOLVED, that the plan of merger shall be as follows: (i) at the effective time of the merger, the separate existence of Actown shall cease and Actown shall be merged with and into the Corporation, with the Corporation continuing as the surviving corporation, (ii) all of the outstanding stock of Actown shall be cancelled, (iii) the Corporation, without further action, shall possess the rights, privileges and powers and franchises of Actown and shall assume all of the obligations and liabilities of Actown, (iv) the certificate of formation of the Corporation immediately prior to the effective time of the merger shall continue as the certificate of incorporation of the surviving corporation and shall continue in full force and effect until amended in the manner prescribed by the General Corporation Law of the State of Delaware as amended ("DGCL"), (v) bylaws of the Corporation immediately prior to the effective time of the merger shall continue as the bylaws of the surviving corporation until amended as therein provided and in the manner prescribed by the DGCL, (vi) the directors and officers of the Corporation immediately prior to the effective time of the merger shall be the directors and officers of the surviving corporation, all of whom shall hold office until the election of their respective successors or

until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation and the DGCL and (vii) the merger shall become effective, immediately following the Coils Merger at 11:53 p.m. EST on August 31, 2008;

FURTHER RESOLVED, that the officers of the Corporation, or any one of them acting alone, be and each of them hereby is authorized and directed to execute, deliver and perform, in the name and on behalf of the Corporation, the Actown Merger and all other agreements, contracts, instruments and other documents necessary to implement the actions described above, including any changes, additions, modifications, and amendments thereto as such officer shall deem appropriate, the execution and ~~delivery thereof by any such officer to be conclusive evidence of the approval thereof by~~ such officer, by the board of directors of the Corporation;

FURTHER RESOLVED, that the officers of the Corporation, or any one or more of them, be and each of them hereby is authorized, empowered and directed to take all steps and authorize to be done all acts and things as may be necessary, advisable, convenient or proper for the purpose of carrying out the intent and purpose of the foregoing resolutions and all such prior actions taken by such officers with respect thereto are hereby confirmed, ratified and approved.

5. This Certificate of Ownership and Merger shall be effective at 11:53 p.m. EST on August 31, 2008.

IN WITNESS WHEREOF, Acme Electric Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, this 25^m day of August, 2008.

ACME ELECTRIC CORPORATION

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

(Certificate of Ownership and Merger of Actown Electrocoil)