

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Double L Investments, Inc.		10/01/2008	CORPORATION: WISCONSIN
Dillman Equipment, Inc.		10/01/2008	CORPORATION: WISCONSIN

**RECEIVING PARTY DATA**

Name:	Astec, Inc.
Street Address:	3101 Jerome Avenue
City:	Chattanooga
State/Country:	TENNESSEE
Postal Code:	37407
Entity Type:	CORPORATION: TENNESSEE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	2327604	PORTA-STOR
Registration Number:	2946900	REVERSE PULSE

**CORRESPONDENCE DATA**

Fax Number: (423)508-1206  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 423.757.0206  
 Email: aoliver@cbslawfirm.com  
 Correspondent Name: Alicia Brown Oliver  
 Address Line 1: 1000 Tallan Building  
 Address Line 2: Two Union Square  
 Address Line 4: Chattanooga, TENNESSEE 37402

ATTORNEY DOCKET NUMBER:	AI/TM ASSIGNMENTS
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**OP \$65.00 2327604**

NAME OF SUBMITTER:	Alicia Brown Oliver
Signature:	/alicia brown oliver/
Date:	01/21/2009
Total Attachments: 3 source=AstecDillman Merger#page1.tif source=AstecDillman Merger#page2.tif source=AstecDillman Merger#page3.tif	

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SECRETARY OF STATE

ARTICLES OF MERGER OF  
DOUBLE L INVESTMENTS, INC. AND  
DILLMAN EQUIPMENT, INC. WITH AND INTO  
ASTECC, INC.

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**1. ENTITIES PARTICIPATING IN MERGER**

DOUBLE L INVESTMENTS, INC., a Wisconsin corporation, and DILLMAN EQUIPMENT, INC., a Wisconsin corporation, (the "Merging Corporations"), will merge with and into ASTEC, INC., a Tennessee corporation (the "Surviving Corporation").

**2. NAME OF SURVIVING CORPORATION**

After the merger, the name of the Surviving Corporation will be ASTEC, INC.

**3. TERMS AND CONDITIONS OF MERGER**

Pursuant to the terms and conditions of these Articles of Merger and in accordance with the Plan of Merger which has been approved, adopted, certified, executed and acknowledged by each of the corporations which is a party to this merger in accordance with Sections 180.11045 and 180.1105 of the Wisconsin Statutes and Section 48-21-101 et seq of the Tennessee Business Corporation Act, on the effective date of the merger, as set forth herein, the Merging Corporations shall be merged into the Surviving Corporation in the manner and with the effect provided by the statutes of the State of Wisconsin and the State of Tennessee. The Surviving Corporation shall continue its existence under the laws of the State of Tennessee, and the separate existence of each of the Merging Corporations shall cease. All property, rights, privileges, powers, licenses, and franchises of and every contract right possessed by each of the Merging Corporations, as the same were held and owned prior to the merger, shall vest in the Surviving Corporation subject, however, to all rights of creditors and all liens upon any property of each of the Merging Corporations which shall be preserved unimpaired. The Surviving Corporation shall be liable for all debts, liabilities and obligations and the rights of creditors of each of the Merging Corporations in the same manner and to the same extent as if the Surviving Corporation had itself incurred such debts, liabilities and obligations. The Surviving Corporation shall be substituted in any proceeding pending against the Merging Corporations. Unless otherwise provided by law, no holder of shares in each of the Merging Corporations shall by virtue of the merger become liable for the liabilities or obligations of the Surviving Corporation.

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**4. CANCELLATION OF SHARES AND ISSUANCE OF NEW SHARES**

The outstanding shares of each of the Merging Corporations shall be cancelled and extinguished on the consummation of the merger. The sole shareholder of each of the Merging Corporations shall not be entitled to shares of the common stock in the Surviving Corporation since the sole shareholder of each of the Merging Corporations is also the Surviving Corporation. The shares outstanding of the Surviving Corporation issued and outstanding immediately prior to the effective date of the merger shall continue to be issued and outstanding shares of the Surviving Corporation.

**5. CHARTER AND BYLAWS**

The Charter and Bylaws of the Surviving Corporation shall continue to be those of the Surviving Corporation from and after consummation of the merger until changed or amended as provided by Tennessee law.

**6. ACTIONS BY DIRECTORS AND OFFICERS OF MERGING CORPORATIONS**

If, at any time, the Surviving Corporation shall deem or be advised that any further conveyance, assignment, assurance or other act or instrument is necessary or desirable to better confirm in the Surviving Corporation the title of any property of the Merging Corporations, the proper and former directors and officers of the Merging Corporations at the request and expense of the Surviving Corporation, will take all such actions and do all things that may be necessary or appropriate to vest or confirm title to such property in the Surviving Corporation or otherwise effectuate the purposes of the Articles of Merger.

**7. PLAN OF MERGER**

The executed Plan of Merger is on file at the office of the Surviving Corporation at 4101 Jerome Avenue, Chattanooga, Tennessee 37407. The Surviving Corporation, on request and without cost, will furnish a copy of the Plan of Merger to any shareholder holding an interest in the corporations subject to this merger.

**8. APPOINTMENT OF SECRETARY OF STATE**

The Surviving Corporation agrees that it may be served with process in the State of Tennessee in any action, suit or proceeding to enforce any obligation or the rights of dissenting shareholders of the Merging Corporations and appoints the Tennessee Secretary of State as its agent for service of process. The Surviving Corporation specifies that a copy of any such process shall be mailed to it by the Secretary of State to the following address: 1725 Shepherd Road, Chattanooga, Tennessee 37421.

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9. APPROVAL OF ARTICLES OF MERGER

On October 1, 2008, the Board of Directors of Astec, Inc., as the parent company of each of the wholly owned Merging Corporations and as the Surviving Corporation, duly authorized and approved the Plan of Merger and the Articles of Merger in accordance with the state law of Tennessee.

10. EFFECTIVE DATE OF MERGER

The effective date of the Merger is when filed by the Secretary of State.

IN WITNESS WHEREOF, the parties have caused their authorized representatives to execute the Articles of Merger as of October 1, 2008.

DOUBLE L INVESTMENTS, INC.  
(A Wisconsin Corporation)  
A Wholly Owned Subsidiary

DILLMAN EQUIPMENT, INC.  
(A Wisconsin Corporation)  
A Wholly Owned Subsidiary

By ASTEC, INC.  
(A Tennessee Corporation)  
Its Parent Corporation

By ASTEC, INC.  
(A Tennessee Corporation)  
Its Parent Corporation

By Stephen C. Anderson  
(Stephen C. Anderson) Secretary

By Stephen C. Anderson  
(Stephen C. Anderson) Secretary

MERGING CORPORATION

MERGING CORPORATION

ASTEC, INC.  
(A Tennessee Corporation)

By Stephen C. Anderson  
(Stephen C. Anderson) Secretary

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