

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
THE BUSCHMAN COMPANY		06/30/2003	CORPORATION: OHIO

**RECEIVING PARTY DATA**

Name:	FKI LOGISTEX AUTOMATION INC.
Street Address:	425 Post Road
City:	Fairfield
State/Country:	CONNECTICUT
Postal Code:	06430
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	2093989	BOSS
Registration Number:	2102524	BUSCHMAN

**CORRESPONDENCE DATA**

Fax Number: (513)977-8141  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 513-977-8200  
 Email: emily.judge@dinslaw.com  
 Correspondent Name: Emily M. Judge  
 Address Line 1: 255 E. 5th St.  
 Address Line 2: Suite 1900  
 Address Line 4: Cincinnati, OHIO 45202

ATTORNEY DOCKET NUMBER:	29623-1
NAME OF SUBMITTER:	Emily M. Judge

OP \$65.00 2093989

Signature:

/emily judge/

Date:

02/17/2009

**Total Attachments: 7**

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# Delaware

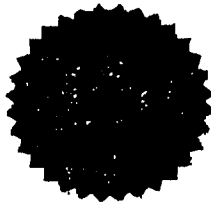
PAGE 1

*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:

"THE BUSCHMAN COMPANY", A OHIO CORPORATION,  
WITH AND INTO "MATHEWS CONVEYOR, INC." UNDER THE NAME OF  
"FKI LOGISTEK AUTOMATION INC.", A CORPORATION ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2009,  
AT 11:23 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3554337 8100M

030429947

AUTHENTICATION: 2504232

DATE: 06-30-09

NO. 803 P. 28

JAN. 30. 2009 9:54AM FKI LEGAL

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REEL: 003937 FRAME: 0198

AGREEMENT OF MERGER  
Between  
MATHEWS CONVEYOR, INC.  
and  
THE BUSCHMAN COMPANY

AGREEMENT OF MERGER, dated as of June 30, 2003, by and between MATHEWS CONVEYOR, INC. (the surviving corporation) organized and existing under the laws of the State of Delaware, and having a principal office in the State of Delaware at 1209 Orange Street, Wilmington, Delaware 19801 ("Mathews" or the "Surviving Corporation"), and THE BUSCHMAN COMPANY (the corporation to be merged), a corporation organized and existing under the laws of the State of Ohio, and having its principal place of business at 10045 International Blvd., Cincinnati, OH 45246 ("Buschman").

WHEREAS, the Board of Directors of Mathews and the Board of Directors of Buschman deem it advisable and to the advantage, welfare, and best interests of said entities and their respective stockholders to merge Buschman with and into Mathews, pursuant to the provisions of the Delaware General Corporation Law ("DGCL") and the Ohio General Corporation Law ("OGCL"), upon the terms and conditions hereinafter set forth;

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being thereunto duly authorized by resolutions adopted by the Board of Directors and sole stockholder of Mathews pursuant to the DGCL and by resolutions adopted by Board of Directors and sole stockholder of Buschman pursuant to the OGCL, the Agreement of Merger and the terms and conditions thereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth therein, are hereby determined and agreed upon as hereinafter set forth.

1. The name of the corporation to be merged is THE BUSCHMAN COMPANY. The surviving corporation is MATHEWS CONVEYOR, INC.

(a) Buschman was incorporated in the State of Ohio on July 9, 1985.

(b) Mathews, the surviving corporation was incorporated in the State of Delaware on August 1, 2002.

2. The designation and number of shares of each class of Buschman, corporation to be merged, is 70,000 shares of Common Stock, no par value, of which 70,000 shares are issued, outstanding and are owned by the parent company of the Surviving Corporation.

3. The terms and conditions of the proposed merger are as follows:

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(a) All of the rights, privileges, powers and franchises (except the franchise to be a corporation) of Buschman, the corporation to be merged, and all of its property, real, personal and mixed, and all the debts due on whatever account to it, as well as all causes of action and every other asset belonging to the corporation to be merged, shall be transferred to, vested in and shall be the property of the surviving corporation, Mathews; all property, rights, privileges, powers and franchises, and all and every other interest, shall be thereafter as effectively the property of the surviving corporation as they were of the corporation to be merged, and the title to any real estate or any interest therein, vested by deed or otherwise in the corporation to be merged, shall not revert to or be anywise impaired by reason of such merger; but all rights of creditors and all liens upon any property of either the surviving corporation or the corporation to be merged shall be preserved unimpaired; and the surviving corporation shall be liable for all liabilities, obligations and penalties of the corporation to be merged in the same manner and to the same extent as if such surviving corporation had itself incurred or contracted such liabilities, obligations or penalties.

(b) Each issued and outstanding share of Buschman, the corporation to be merged shall, upon the effective date of the merger, be cancelled. The issued and outstanding shares of the Surviving Corporation shall not be converted in any manner, but each such share which is issued as of the effective date of the merger shall continue to represent one issued share of the Surviving Corporation.

(c) All of the provisions of the Certificate of Incorporation and Bylaws, in each case, as heretofore amended, of Mathews shall continue in effect as that of the Surviving Corporation, except that, Article First, with respect to the name of the corporation, shall be amended to read as follows: "FIRST: The name of the corporation is FKI Logistex Automation Inc." The directors and officers in office of Mathews upon the effective date of the merger shall be the members of the first Board of Directors and the first officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation. Furthermore, Mathews, the Surviving Corporation of the merger, agrees that it may be served with process in the State of Ohio in any proceeding for the enforcement of any obligation of Buschman, as well as the enforcement of any obligation of the Surviving Corporation arising from the merger, including any suit or other proceeding to enforce the right of any dissenting stockholder, and it does hereby irrevocably appoint the Secretary of State of Ohio as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Ohio is FKI Industries Inc., 425 Post Road, Fairfield, Connecticut 06430, Attn: Robert M. Miller, until the surviving corporation shall have hereafter designated in writing to the Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Ohio duplicate copies of such process one of which copies the Secretary of State of Ohio shall forthwith send by registered mail to the Surviving Corporation at the above address. The Surviving Corporation is duly qualified to transact business as a foreign corporation in the State of Ohio, and in connection with such

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foreign qualification, appointed CT Corporation, located at 17 S. High Street, Columbus, Ohio 43215, as its statutory agent upon whom service of process, notice or demand against the Surviving Corporation may be served in the State of Ohio.

(d) The merger shall become effective as of close of business on June 30, 2003.

4. The Board of Directors and the proper officers of each of Mathews and Buschman are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or of the merger herein provided for, including, without limitation, the execution and filing of one or more certificates of merger with the Secretary of State of Delaware and the Secretary of State of Ohio, in accordance with the provisions of the DGCL and the OGCL, respectively.

5. The foregoing Agreement of Merger was duly adopted by the Board of Directors of Mathews at a Special Meeting of such Board held on June 30, 2003, and by the Board of Directors of Buschman at a Special Meeting of such Board held on June 30, 2003, and approved by the sole stockholder of each constituent company to the merger by written consent of sole stockholder dated June 30, 2003.

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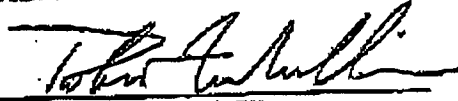
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IN WITNESS WHEREOF, this Agreement of Merger is hereby signed upon behalf of each of the parties thereto.

MATHEWS CONVEYOR, INC.

By:   
Name: Robert M. Miller  
Title: Secretary

THE BUSCHMAN COMPANY

By:   
Name: Robert M. Miller  
Title: Secretary

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**CERTIFICATE OF MERGER**

**OF**

**THE BUSCHMAN COMPANY**  
(an Ohio corporation)

**WITH AND INTO**

**MATHEWS CONVEYOR INC.**  
(a Delaware corporation)

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executes the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Mathews Conveyor, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is The Buschman Company, an Ohio corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Mathews Conveyor, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of Mathews Conveyor, Inc. shall be the Certificate of Incorporation of the surviving corporation, except that, Article FIRST, with respect to the name of the corporation, shall be amended to read as follows:

"FIRST: The name of the corporation is FKI Logistex Automation Inc."

**FIFTH:** The authorized stock and par value of the non-Delaware corporation is 70,000 shares of common stock, no par value.

**SIXTH:** The Agreement of Merger is on file at 425 Post Road, Fairfield, Connecticut 06430, an office of the surviving corporation.

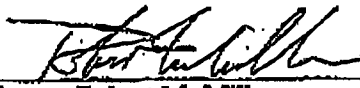
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**SEVENTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF,** said surviving corporation has caused this certificate to be signed by an authorized officer, the 30th day of June, A.D., 2003.

MATHEWS CONVEYOR, INC.

By:   
Name: Robert M. Miller  
Title: Secretary

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RECORDED: 02/17/2009

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