

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ACCUSIL, INC.		06/23/2008	CORPORATION: INDIANA

RECEIVING PARTY DATA

Name:	HI-TECH RUBBER, INC.
Street Address:	3191 E. LA PALMA AVENUE
City:	ANAHEIM
State/Country:	CALIFORNIA
Postal Code:	92806
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3302474	ACCUSIL

CORRESPONDENCE DATA

Fax Number: (216)896-4027
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 216 896 2326
 Email: ssieger@parker.com
 Correspondent Name: PARKER-HANNIFIN CORPORATION
 Address Line 1: 6035 PARKLAND BLVD.
 Address Line 4: CLEVELAND, OHIO 44124

NAME OF SUBMITTER:	JOHN A.MOLNAR, ESQ.
Signature:	/JOHN MOLNAR/
Date:	03/26/2009

CH \$40.00 3302474

Total Attachments: 6

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**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

HI-TECH RUBBER, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that NonQualified Certificate of Merger of the above California Non-Qualified Foreign Corporation has 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 Miscellaneous.

The following non-surviving entity(s):

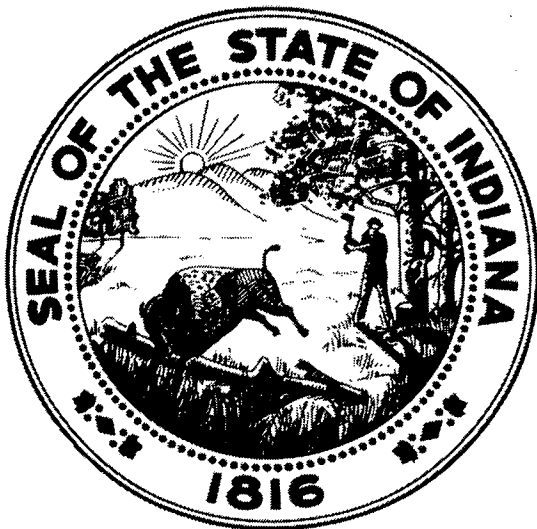
ACCUSIL, INC.

a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:

HI-TECH RUBBER, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, June 30, 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, June 30, 2008.

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

TODD ROKITA,
SECRETARY OF STATE

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**TRADEMARK
REEL: 003959 FRAME: 0670**



ARTICLES OF MERGER

State Form 39036 (R5 / 2-97)
Approved by State Board of Accounts, 1995

APPROVED
AND
FILED

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington Street, Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-1-40-1 et. seq.

FILING FEE: \$90.00

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
Present original and two (2) copies to address in upper right corner of this form.
Please TYPE or PRINT.
Upon completion of filing the Secretary of State will issue a receipt.

[Handwritten Signature]
SECRETARY OF STATE

ARTICLES OF MERGER / SHARE EXCHANGE
OF
Accusil, Inc.
(hereinafter "the nonsurviving corporation(s)")

INTO
Hi-Tech Rubber, Inc.
(hereinafter "the surviving corporation")

INDIANA SECRETARY OF STATE
2000 JUN 30 AM 11:14

ARTICLE I - SURVIVING CORPORATION

The name of the corporation surviving the merger is : Hi-Tech Rubber, Inc.
and such name has has not *(designate which)* been changed as a result of the merger.

a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on _____.

b. The surviving corporation is a foreign corporation incorporated under the laws of the State of California and qualified not qualified *(designate which)* to do business in Indiana.
If the surviving corporation is qualified to do business in Indiana, state the date of qualification: _____
(If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".)

ARTICLE II - NONSURVIVING CORPORATION (S)

The name, state of incorporation, and date of incorporation or qualification *(if applicable)* respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation <u>Accusil, Inc.</u>	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>
State of Domicile <u>Indiana</u>	<u>8/9/1991</u>
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>

ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 2)

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

A. Unanimous written consent executed on _____ and signed by all shareholders entitled to vote.

B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				

ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2)

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Vote of shareholders (Select either A or B)

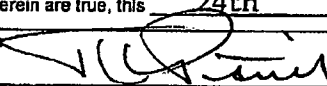
The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

A. Unanimous written consent executed on _____ and signed by all shareholders entitled to vote.

B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				

In Witness Whereof, the undersigned being the President of the surviving corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true, this 24th day of June, 2008.

Signature:  Printed name: Timothy K. Pistell

IN024 - CT System Online

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated this 23rd day of June, 2008, by and between Hi-Tech Rubber, Inc., a California corporation ("Surviving Corporation"), and Accusil, Inc., an Indiana corporation ("Accusil"), Inland Technologies, Inc., a California corporation ("Inland") and Ventrex, Inc. a California corporation ("Ventrix"), (Accusil, Inland and Ventrix collectively referred to as the "Merging Companies"), said entities hereinafter collectively referred to as the "Constituent Entities."

WHEREAS, Accusil presently has authorized One Thousand (1,000) shares of Common Stock, no par value, of which One Hundred (100) shares are outstanding and owned by the Surviving Corporation; and

WHEREAS, Inland presently has authorized Ten Thousand (10,000) shares of Common Stock, no par value, of which Four Thousand (4,000) shares are outstanding and owned by the Surviving Corporation; and

WHEREAS, Ventrex presently has authorized One Hundred Thousand (100,000) shares of Common Stock, no par value, of which Sixty-Two Thousand Five Hundred Forty-Three (62,543) shares are outstanding and owned by the Surviving Corporation; and

WHEREAS, the sole Stockholder of the Merging Companies and the Board of Directors of the Surviving Corporation deem it advisable that the Merging Companies be merged into the Surviving Corporation in accordance with the applicable provisions of the California General Corporation Law and the Indiana Business Corporation Law.

NOW, THEREFORE, the Constituent Entities in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: the Merging Companies shall be merged with and into the Surviving Corporation with the Surviving Corporation surviving the merger.

SECOND: The Amended Articles of Incorporation of the Surviving Corporation, as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation until they shall be amended or repealed as provided therein.

THIRD: The manner of converting the outstanding interests of the sole Stockholder of each Merging Company into the share or other securities of the Surviving Corporation shall be as follows:

(a) On the Effective Date (hereinafter defined), the outstanding interests of the sole Stockholder of each Merging Companies shall be deemed cancelled.

(b) The present holders of the Surviving Corporation's common stock shall continue to hold the same share certificates in the Surviving Corporation that they now hold, and such share certificates shall continue to represent the like number of shares of the Surviving Corporation from and after the Effective Date (hereinafter defined).

FOURTH: The terms and conditions of the merger are as follows:

(a) The Code of Regulations of the Surviving Corporation as it shall exist on the effective date of this Agreement shall be and remain the Code of Regulations of the Surviving Corporation until the same shall be altered, amended or repealed as therein provided.

(b) The Directors and officers of the Surviving Corporation shall continue in office until the next Annual Meeting of Shareholders and until their successors shall have been elected and qualified.

(c) This merger shall be effective on June 30, 2008 (the "Effective Date").

(d) On the Effective Date, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Companies shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed and all property, rights, and every other interest of Surviving Corporation and the Merging Companies shall be as effectively the property of Surviving Corporation as they were of Surviving Corporation and the Merging Companies, respectively. the Merging Companies hereby agrees from time to time, as and when requested by Surviving Corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as Surviving Company may deem necessary or desirable in order to vest in and confirm to Surviving Company title to and possession of any property of the Merging Companies acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the sole Stockholder of the Merging Companies and the

proper officers and Directors of Surviving Company are fully authorized in the name of the Merging Companies or otherwise to take any and all such action.

IN WITNESS WHEREOF, the Constituent Entities have duly executed this Agreement and Plan of Merger.

HI-TECH RUBBER, INC.

By: Thomas A. Piraino, Jr.
Thomas A. Piraino, Jr.
Vice President and Secretary

ACCUSIL, INC.

By: Thomas A. Piraino, Jr.
Thomas A. Piraino, Jr.
Vice President and Secretary

INLAND TECHNOLOGIES, INC.

By: Thomas A. Piraino, Jr.
Thomas A. Piraino, Jr.
Vice President and Secretary

VENTRIX, INC.

By: Thomas A. Piraino, Jr.
Thomas A. Piraino, Jr.
Vice President and Secretary