

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/29/1986		
<b>CONVEYING PARTY DATA</b>			
	<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>
	Sycon Corporation		12/29/1986
			<b>Entity Type</b>
			CORPORATION: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sycon Corporation		
<b>Street Address:</b>	959 Cheney Avenue		
<b>City:</b>	Marion		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	43302		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
	<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
	Registration Number:	1506966	WESTCON
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(216)363-9001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	216-363-9000		
<b>Email:</b>	skoening@faysharpe.com, chatter@faysharpe.com		
<b>Correspondent Name:</b>	Sandra M. Koenig - Fay Sharpe LLP		
<b>Address Line 1:</b>	1228 Euclid Avenue, 5th Floor		
<b>Address Line 4:</b>	Cleveland, OHIO 44115		
<b>ATTORNEY DOCKET NUMBER:</b>	SYCZ 5 00049		
<b>NAME OF SUBMITTER:</b>	Sandra M. Koenig		
<b>Signature:</b>	/sandramkoenig/		

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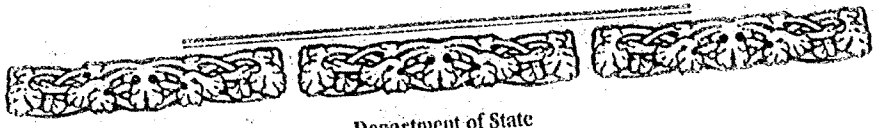
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Date:

04/03/2009

**Total Attachments: 11**

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Department of State

# The State of Ohio

**Sherrod Brown**  
Secretary of State

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## Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: \_\_\_\_\_ MUL PER \_\_\_\_\_ of:

SYCON CORPORATION

STATE OF INCORP: DE

TYPE OF LICENSE: PERMANENT

EXPIRATION DATE: VALID UNTIL CANCELLED FOR FAILURE TO FILE REPORTS

Recorded on Roll 6079 at Frame 1136 of  
the Records of Incorporation and Miscellaneous Filings.

United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State, at the  
City of Columbus, Ohio, this 29TH day of DEC,  
A.D. 19 86.



*Sherrod Brown*  
**Sherrod Brown**  
Secretary of State

SEC 6992

02  
03  
04

G0079-1136

CERTIFICATE OF MERGER

OF

SYCON CORPORATION  
(an Ohio corporation)

and

SYCON CORPORATION  
(a Delaware corporation)

APPROVED

By: *[Signature]*  
Date: 12/29/86  
Witness: *[Signature]*

OK

A copy of a signed Agreement of Merger attached hereto, marked as Annex I for identification and incorporated by reference herein, was duly adopted pursuant to Ohio Revised Code Section 1701.79 and Section 252 of Title 8, Chapter 1 of the Delaware Code:

- (1) By the directors of SYCON CORPORATION, an Ohio corporation, by an action taken in writing and executed by all of the directors of said corporation as of December 22, 1986, in accordance with Ohio Revised Code Section 1701.54;
- (2) By all of the shareholders of SYCON CORPORATION, an Ohio corporation, entitled to vote thereon by an action taken in writing and executed by all of such shareholders of said corporation as of December 22, 1986, in accordance with Ohio Revised Code Section 1701.54;
- (3) By sole director of SYCON CORPORATION, a Delaware corporation, by an action taken in writing and executed by the sole director of said corporation as of December 22, 1986 in accordance with Section 141(f) of Title 8, Chapter 1 of the Delaware Code; and
- (4) By the sole shareholder of SYCON CORPORATION, a Delaware corporation, by an action taken in writing and executed by the sole shareholder of said

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corporation as of December 30, 1986, in accordance with Section 228 of Title 8, Chapter 1 of the Delaware Code.


Said Agreement of Merger provides that:

- (A) SYCON CORPORATION, an Ohio corporation shall merge with and into SYCON CORPORATION, a Delaware corporation, and shall thereupon cease to have a separate existence;
- (B) SYCON CORPORATION, a Delaware corporation, shall be the sole surviving corporation in the merger;
- (C) Each of the 100 shares of Common Stock of SYCON CORPORATION, a Delaware corporation, issued and outstanding at the time of the merger, all of which are owned by SYCON CORPORATION, an Ohio corporation, shall be extinguished; and
- (D) As a result of the merger, holders of shares of Common Stock of SYCON CORPORATION, an Ohio corporation, shall receive 0.5 shares of Common Stock of SYCON CORPORATION, a Delaware corporation, in substitution for each share of Common Stock of SYCON CORPORATION, an Ohio corporation, held by them immediately preceding the merger.

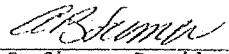
The undersigned have caused this Certificate of Merger to be executed this 29th day of December, 1986.

SYCON CORPORATION,  
an Ohio corporation

Attest:

  
Russell M. Gertmenian,  
Secretary

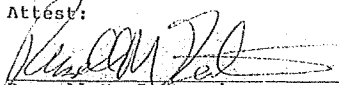
By:

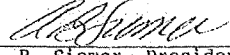
  
A. B. Siemer, President

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SYCON CORPORATION,  
a Delaware corporation

Attest:

  
Russell M. Gertmenian,  
Secretary

By:   
A. B. Siemer, President

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Annex I  
AGREEMENT OF MERGER

This Agreement (sometimes hereinafter called the "MERGER AGREEMENT"), made to be effective as of December 29, 1986, by and between SYCON CORPORATION, a Delaware corporation (sometimes hereinafter called "SYCON DELAWARE"), and SYCON CORPORATION, an Ohio corporation (sometimes hereinafter called "SYCON OHIO") (SYCON DELAWARE and SYCON OHIO sometimes hereinafter collectively called the "CONSTITUENT CORPORATIONS").

WITNESSETH:

WHEREAS, the Board of Directors of each of the CONSTITUENT CORPORATIONS deems it advisable and in the best interests of its respective corporation that the CONSTITUENT CORPORATIONS be merged pursuant to Section 252 of Title 8, Chapter 1 of the Delaware Code and Section 1701.79 of Ohio Revised Code; and

WHEREAS, the Board of Directors of SYCON OHIO has approved the MERGER AGREEMENT by resolutions duly adopted by such Board of Directors in accordance with Section 1701.54 of the Ohio Revised Code and the sole Director of SYCON DELAWARE has approved the MERGER AGREEMENT by resolutions duly adopted by such Board of Directors in accordance with Section 141(f) of Title 8, Chapter 1 of the Delaware Code;

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements contained herein, it is hereby agreed by and between the CONSTITUENT CORPORATIONS that

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the terms and conditions of the merger contemplated by this MERGER AGREEMENT (sometimes hereinafter called the "MERGER"), and the mode of carrying the MERGER into effect, shall be as follows:

## ARTICLE ONE

The Surviving Corporation

Section 1.01. At the time when the MERGER shall become effective (sometimes hereinafter called the "MERGER DATE"), SYCON OHIO shall merge with and into SYCON DELAWARE, and SYCON DELAWARE shall be the continuing and surviving corporation in the MERGER, shall continue to exist under the laws of the State of Delaware and shall be the only one of the CONSTITUENT CORPORATIONS to continue its separate corporate existence after the MERGER DATE. As used in this MERGER AGREEMENT, the term "SURVIVING CORPORATION" refers to SYCON DELAWARE at and after the MERGER DATE.

Section 1.02. The name of the SURVIVING CORPORATION shall be SYCON Corporation, a Delaware corporation. The principal office of the SURVIVING CORPORATION in the State of Delaware shall be located at 1209 Orange Street, Wilmington, Delaware 19801.

Section 1.03. The Certificate of Incorporation of SYCON DELAWARE existing at the MERGER DATE shall be the Certificate of Incorporation of the SURVIVING CORPORATION until amended in accordance with law.



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Section 1.04. The by-laws of SYCON DELAWARE existing at the MERGER DATE shall be the by-laws of the SURVIVING CORPORATION until changed in accordance with law.

Section 1.05. The directors of SYCON OHIO at the MERGER DATE shall be the sole directors of the SURVIVING CORPORATION until changed in accordance with law.

Section 1.06. The officers of SYCON OHIO at the MERGER DATE shall be the sole officers of the SURVIVING CORPORATION until changed in accordance with law.

Section 1.07. The name and address of the statutory agent in Delaware upon whom any process, notice or demand against any CONSTITUENT CORPORATION or the SURVIVING CORPORATION may be served are:

The Corporation Trust Company  
1209 Orange Street  
Wilmington, Delaware 19801

Section 1.08. The SURVIVING CORPORATION agrees that it may be served with process in the State of Ohio in any proceeding for enforcement of any obligation of SYCON OHIO, as well as for enforcement of any obligation of the SURVIVING CORPORATION arising from the MERGER, and in any proceeding for the enforcement of the rights of a dissenting shareholder of SYCON OHIO; and the SURVIVING CORPORATION irrevocably appoints the Ohio Secretary of State as its agent to accept service of process in any such suit or other proceedings; a copy of such process shall be mailed by the Ohio Secretary of State to:

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SYCON Corporation  
959 Cheney Avenue  
Marion, Ohio 43302  
Attention: Treasurer

Section 1.09. The SURVIVING CORPORATION desires to transact business in the State of Ohio as a foreign corporation. The SURVIVING CORPORATION hereby constitutes and appoints Clyde R. Fobes, a resident of Ohio, as its agent upon whom service of process may be had in the State of Ohio. The complete residence address of such person is 381 Jessing Trail, Worthington, Franklin County, Ohio 43085.

ARTICLE TWO

Distributions to Shareholders

Section 2.01. The manner and basis of making distributions to the shareholders of the CONSTITUENT CORPORATIONS in extinguishment of and in substitution for their shares of the CONSTITUENT CORPORATIONS shall be as set forth in this ARTICLE TWO.

Section 2.02. At the MERGER DATE and as a result of the MERGER, each of the 100 shares of Common Stock, without par value, of SYCON DELAWARE ("Delaware Common Stock"), issued and outstanding immediately prior to the MERGER DATE, shall, automatically and without further act of either of the CONSTITUENT CORPORATIONS or of the holder thereof, be extinguished and shall cease to exist.

Section 2.03. At the MERGER DATE and as a result of the MERGER, each of the 4,110.84 shares of Common Stock, without par value, of SYCON OHIO ("Ohio Common Shares"), issued and

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outstanding immediately prior to the MERGER DATE, shall, automatically and without further act of either of the CONSTITUENT CORPORATIONS or of the holders thereof, be converted into 0.5 fully paid and nonassessable shares of Delaware Common Stock.

Section 2.04. Each holder of a certificate which immediately prior to the MERGER DATE represented Ohio Common Shares ("Ohio Certificate") shall be entitled, upon surrender of such Ohio Certificate for cancellation after the MERGER DATE, to receive in exchange a certificate representing the number of shares of Delaware Common Stock ("Delaware Certificate") received upon the conversion contemplated by Section 2.03.

#### ARTICLE THREE

##### Termination and Abandonment; Amendment

Section 3.01. The MERGER contemplated by this MERGER AGREEMENT may be terminated and abandoned by the Board of Directors of either of the CONSTITUENT CORPORATIONS at any time prior to the MERGER DATE and for any reason, without notice of such action to the other CONSTITUENT CORPORATION.

Section 3.02. From time to time and at any time prior to the MERGER DATE, this MERGER AGREEMENT may be amended by an agreement in writing executed in the same manner as this MERGER AGREEMENT, after authorization of such action by the Board of Directors of the CONSTITUENT CORPORATIONS.

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## ARTICLE FOUR

Effective Date of MERGER

Section 4.01. After this MERGER AGREEMENT shall have been duly adopted by the Board of Directors of each of the CONSTITUENT CORPORATIONS, the CONSTITUENT CORPORATIONS shall cause a Certificate of Merger (in the form required by Sections 252 and 103 of Title 8, Chapter 1 of the Delaware Code) to be executed and filed with the Secretary of State of Delaware, and a Certificate of Merger (in the form required by Section 1701.81 of the Ohio Revised Code) to be executed and filed with the Secretary of State of Ohio and the MERGER shall become effective upon the later to occur of (a) completion of the filing of a Certificate of Merger with the Secretary of State of Delaware and (b) completion of the filing of a Certificate of Merger with the Secretary of State of Ohio.

## ARTICLE FIVE

Miscellaneous

Section 5.01. This MERGER AGREEMENT shall be governed by and construed in accordance with the laws of the State of Ohio.

Section 5.02. This MERGER AGREEMENT shall inure to the benefit of and be binding upon the respective successors and assigns (including successive, as well as immediate, successors and assigns) of the parties hereto.

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IN WITNESS WHEREOF, this MERGER AGREEMENT has been executed on behalf of the CONSTITUENT CORPORATIONS by their officers duly authorized in the premises.

SYCON CORPORATION,  
a Delaware corporation

By: *A. B. Siemer*  
A. B. Siemer, President

Attest:

By: *Russell M. Gertmenian*  
Russell M. Gertmenian,  
Secretary

SYCON CORPORATION,  
an Ohio corporation

By: *A. B. Siemer*  
A. B. Siemer, President

Attest:

By: *Russell M. Gertmenian*  
Russell M. Gertmenian,  
Secretary

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