

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Lilly Industries (USA), Inc.		02/09/2001	CORPORATION: INDIANA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Valspar Industries (USA), Inc.		
<b>Street Address:</b>	733 South West Street		
<b>City:</b>	Indianapolis		
<b>State/Country:</b>	INDIANA		
<b>Postal Code:</b>	46225		
<b>Entity Type:</b>	CORPORATION: INDIANA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0876198	RSA AUTOCARE	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(612)486-7979		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	612-851-7322		
Email:	trademarks@valspar.com		
Correspondent Name:	Valspar Sourcing, Inc.		
Address Line 1:	P.O. Box 1461		
Address Line 4:	Minneapolis, MINNESOTA 55440		
ATTORNEY DOCKET NUMBER:	08 4410 0101-GUARDSMAN		
NAME OF SUBMITTER:	Andrew Ubel		
Signature:	/Andrew Ubel LAD/		
Date:	08/26/2009		

OP \$40.00 0876198

**Total Attachments: 5**

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

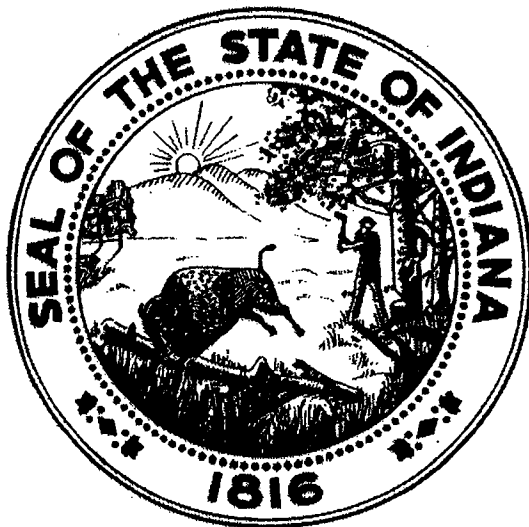
**CERTIFICATE OF AMENDMENT  
of  
LILLY INDUSTRIES (USA), INC.**

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have 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 Indiana Business Corporation Law.

The name following said transaction will be:

**VALSPAR (USA), INC.**

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, March 02, 2001.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, March 2, 2001.

*Sue Anne Gilroy*

SUE ANNE GILROY,  
SECRETARY OF STATE

1995111580 / 2001 030580872

**TRADEMARK  
REEL: 004052 FRAME: 0840**

APPROVED  
AND  
FILED  
IND. SECRETARY OF STATE

ARTICLES OF AMENDMENT  
OF  
LILLY INDUSTRIES (USA), INC.

The undersigned officer of Lilly Industries (USA), Inc. (hereinafter referred to as the "Corporation"), a corporation existing pursuant to the provisions of the Indiana Business Corporation Law, as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of its Articles of Incorporation, hereby certifies the following facts:

ARTICLE I  
Text of the Amendment

The exact text of Article I of the Articles of Incorporation of the Corporation, as amended, now is as follows (hereinafter referred to as the "Amendment"):

Name. The name of the Corporation is Valspar Industries (USA), Inc."

ARTICLE II  
Manner of Adoption and Vote

Section 1. Action by Directors. The Board of Directors of the Corporation, acting by unanimous written consent dated February 9, 2001, adopted resolutions (a) approving the Amendment, (b) directing that it be submitted to a vote of the Shareholders and (c) recommending the adoption of the Amendment.

Section 2. Action by Shareholder. The sole Shareholder of the Corporation entitled to vote in respect of the Amendment, by written consent dated February 9, 2001, adopted and approved the Amendment.


Section 3. Compliance with Legal Requirements. The manner of adoption of the Amendment and the vote by which it was adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation and the By-Laws of the Corporation.

Section 4. Effective Date. The Amendment shall become effective when filed with the Indiana Secretary of State.

EXECUTED in Indianapolis, Indiana on February 9, 2001.

LILLY INDUSTRIES (USA), INC.

By:

  
\_\_\_\_\_  
PAUL C. REYNOLDS

(printed)

Its:

Vice President

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

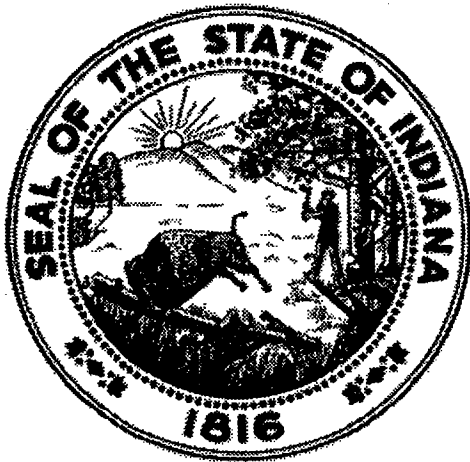
I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper office to execute this certificate.

I further certify that records of this office disclose that

**VALSPAR INDUSTRIES (USA), INC.**

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on November 30, 1995, and was in existence or authorized to transact business in the State of Indiana on March 23, 2001.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twenty-Third day of March, 2001.

*Sue Anne Gilroy*

SUE ANNE GILROY, Secretary of State

1995111580 / 2001032384687

LINDQUIST & VENNUM P.L.L.P.  
4200 IDS Center  
80 South 8<sup>th</sup> Street  
Minneapolis, Minnesota 55402

MEMORANDUM

DATE: October 30, 2001  
TO: Timothy S. Murphy  
FROM: Cathy Herman  
RE: The Valspar Corporation – Delaware/Indiana Mergers  
cc: *Tim Beustrom - Valspar 11/7/01*

Tim,

Attached for your records are original Certificates of Merger as follows:

Merger 1 - Valspar Solutions, Inc., a Delaware corporation, into Valspar Industries (USA), Inc., an Indiana corporation

1. Certificate of Ownership and Merger of the Delaware Secretary of State filed October 24, 2001, for an effective date of October 26, 2001 at 11:59 PM; and
2. Certificate of Merger of the Indiana Secretary of State filed October 24, 2001, for an effective date of October 26, 2001 at 11:59 PM.

Merger 2 - Valspar Industries, Inc., an Indiana corporation, into Engineered Polymer Solutions, Inc., a Delaware corporation

3. Certificate of Merger of the Delaware Secretary of State filed October 26, 2001, for an effective date of October 27, 2001 at 12:01 AM; and
4. Certificate of Merger of the Indiana Secretary of State filed October 26, 2001, for an effective date of October 27, 2001 at 12:01 AM.

October 30, 2001

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Merger 3 - Valspar Industries (USA), Inc., an Indiana corporation, into Engineered Polymer Solutions, Inc., a Delaware corporation

5. Certificate of Ownership and Merger of the Delaware Secretary of State filed October 26, 2001, for an effective date of October 27, 2001 at 12:02 AM; and
6. Certificate of Merger of the Indiana Secretary of State filed October 26, 2001, for an effective date of October 27, 2001 at 12:02 AM.

Let me know if there is anything else!