

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/30/2009		
<b>CONVEYING PARTY DATA</b>			
	Name	Formerly	Execution Date
	THE CLEVELAND TOOL COMPANY		06/30/2009
			Entity Type
			CORPORATION: GEORGIA
<b>RECEIVING PARTY DATA</b>			
Name:	GREENFIELD INDUSTRIES, INC.		
Street Address:	470 OLD EVANS ROAD		
City:	EVANS		
State/Country:	GEORGIA		
Postal Code:	30809		
Entity Type:	CORPORATION: SOUTH CAROLINA		
<b>PROPERTY NUMBERS Total: 1</b>			
	Property Type	Number	Word Mark
	Registration Number:	3078708	BASSETT
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(801)534-0058		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	801-532-3333		
Email:	ndeforge@vancott.com		
Correspondent Name:	Nicole M. Deforge, Van Cott, Bagley		
Address Line 1:	36 S. State Street		
Address Line 2:	Suite 1900		
Address Line 4:	Salt Lake City, UTAH 84111		
NAME OF SUBMITTER:	NICOLE M. DEFORGE		
Signature:	/NICOLE M. DEFORGE/		

CH \$40.00 3078708

Date:

08/27/2009

**Total Attachments: 3**

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# STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

## CERTIFICATE OF MERGER

I, **Karen C. Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of 06/30/2009. Attached is a true and correct copy of the said filing.

Surviving Entity:

**GREENFIELD INDUSTRIES, INC.**, a South Carolina Profit Corporation

Nonsurviving Entity/Entities:

**THE CLEVELAND TOOL COMPANY**, a Georgia Profit Corporation

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on June 30, 2009



A handwritten signature in cursive script, reading 'Karen C. Handel'.

Karen C Handel  
Secretary of State

CERTIFICATE OF MERGER  
OF  
THE CLEVELAND TOOL COMPANY  
(Subsidiary Corporation)  
WITH AND INTO  
GREENFIELD INDUSTRIES, INC.  
(Parent Corporation)

Pursuant to the provisions of Section 14-2-1105 of the Georgia Business Corporation Code (the "Code"), Greenfield Industries, Inc., a South Carolina corporation (the "Parent Corporation"), hereby executes the following Certificate of Merger:

1. Pursuant to a Plan of Merger, dated as of June 30, 2009, at the effective time set forth in paragraph 6 of this Certificate of Merger, The Cleveland Tool Company, a Georgia corporation (the "Subsidiary Corporation"), shall merge with and into the Parent Corporation (the "Merger").
2. The Parent Corporation shall be the surviving corporation resulting from the Merger.
3. The executed Plan of Merger is on file at the Parent Corporation's principal place of business located at 3435 East Oakview Drive, Salt Lake City, Utah 84124. A copy of the Plan of Merger will be furnished by the Parent Corporation, on request and without cost, to the sole shareholder of the Subsidiary Corporation and the Parent Corporation.
4. The Plan of Merger was adopted by the sole Director of the Parent Corporation on June 30, 2009. The Plan of Merger was not required to be adopted by the sole Director of the Subsidiary Corporation. Shareholder approval of the Merger was not required.
5. The surviving corporation hereby undertakes to deliver the request for publication of a notice of filing of this Certificate of Merger, together with payment therefor, as required by Section 14-2-1105.1(b) of the Code.
6. The Merger shall be effective at 5:00 p.m. EDT on June 30, 2009.

*[Signature on following page]*

06/30/09 1:00:03

State of Georgia  
Merger 2 Page(s)




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TRADEMARK

REEL: 004053 FRAME: 0695

IN WITNESS WHEREOF, Greenfield Industries, Inc. has caused this Certificate of Merger to be executed by a duly authorized officer this 26<sup>th</sup> day of June 2009.

GREENFIELD INDUSTRIES, INC.,  
a South Carolina corporation

  
Dale Erkkila, President

2009 JUN 30 PM 4:17  
SECRETARY OF STATE  
CORPORATIONS DIVISION