

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/01/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Wampfler, Inc.		03/24/2008
			Entity Type
			CORPORATION: KENTUCKY
RECEIVING PARTY DATA			
Name:	Conductix, Inc.		
Street Address:	10102 F Street		
City:	Omaha		
State/Country:	NEBRASKA		
Postal Code:	68127		
Entity Type:	CORPORATION: NEBRASKA		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	0809843	SAF-T-BAR
CORRESPONDENCE DATA			
Fax Number:	(402)952-1531		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	402-341-3070		
Email:	trademark@mcgrathnorth.com		
Correspondent Name:	Denise C. Mazour		
Address Line 1:	1601 Dodge Street		
Address Line 2:	Suiste 3700, First National Tower		
Address Line 4:	Omaha, NEBRASKA 68102		
ATTORNEY DOCKET NUMBER:	CONDUCTIX 809843		
NAME OF SUBMITTER:	Denise C. Mazour		
Signature:	/Denise C. Mazour/		

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Date:

10/26/2009

Total Attachments: 5

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ARTICLES OF MERGER

WAMPFLER, INC., a Kentucky corporation

INTO

CONDUCTIX, INC., a Nebraska corporation

Pursuant to the provisions of Section 21-20,132 of the Nebraska Business Corporation Act and Section 271B.11-050 of the Kentucky Business Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of merging them into one of such corporations:

FIRST – The Agreement and Plan of Merger attached hereto as Exhibit “A” was approved by the Board of Directors and sole shareholder of Conductix, Inc. and by the Board of Directors and sole shareholder of Wampfler, Inc. in the manner prescribed by the Nebraska Business Corporation Act and the Kentucky Business Corporation Act, respectively.

SECOND – As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such Agreement and Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Number of Shares</u>	
	<u>Outstanding</u>	<u>Class Designation</u>
Conductix, Inc., a Nebraska corporation	6,850	Common
Wampfler, Inc., a Kentucky corporation	22,455	Common

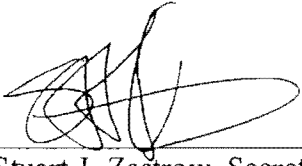
THIRD – As to each of the undersigned corporations, the total number of shares voted for and against such Agreement and Plan of Merger, respectively, and as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against such Agreement and Plan of Merger, respectively, are as follows:

Name of Corporation	Number of Shares	
	Total Voted For	Total Voted Against
Conductix, Inc, a Nebraska corporation	6,850	0
Wampfler, Inc., a Kentucky corporation	22,455	0

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FOURTH – These Articles of Merger shall become effective on April 1, 2008 at 12:00 Noon Central Daylight Time.

DATED this 27 day of March, 2008.



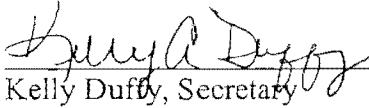
Stuart J. Zastrow, Secretary

CONDUCTIX, INC., a Nebraska corporation

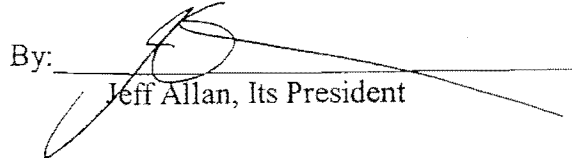


Lonny R. Miller, Its President

WAMPFLER, INC., a Kentucky corporation



Kelly Duffy, Secretary



Jeff Allan, Its President

AGREEMENT AND PLAN OF MERGER

between

WAMPFLER, INC., a Kentucky corporation

and

CONDUCTIX, INC., a Nebraska corporation

THIS AGREEMENT AND PLAN OF MERGER ("Agreement") entered into this 24 day of March, 2008, by and between WAMPFLER, INC., a Kentucky corporation ("Wampfler") and CONDUCTIX, INC., a Nebraska corporation ("Conductix").

RECITALS:

- A. Wampfler is a corporation duly organized and existing under the laws of the state of Kentucky and has 22,455 shares of its common stock outstanding.
- B. Conductix, Inc. is a corporation duly organized and existing under the laws of the state of Nebraska and has 6,850 shares of common stock issued and outstanding.
- C. The Board of Directors of Wampfler and Conductix respectively, deem it advisable and in the best interest of the corporations and the shareholders of Wampfler and Conductix that Wampfler be merged with and into Conductix under and pursuant to the laws of the state of Kentucky and the state of Nebraska with the result that Conductix shall be the surviving corporation.

NOW, THEREFORE, it is agreed as follows:

1. Merger. The following events shall be undertaken as soon as practicable by Wampfler and Conductix (hereinafter sometimes referred to as the "Constituent Corporations"):

a. This Agreement shall be adopted and approved by the Board of Directors of the Constituent Corporations and by the sole shareholders of Wampfler and Conductix, respectively.

b. Upon such approval, this Agreement shall be signed by the duly authorized officers of each Constituent Corporation and thereupon each Constituent Corporation shall execute and file Articles of Merger with the Secretary of State of the state of Kentucky and with the Secretary of state of the State of Nebraska.

c. The effective date and time of such merger shall be April 1, 2008 at 12:00 p.m. Central Daylight Time, and on such effective date and time, Wampfler shall be deemed to have merged with and into Conductix which shall survive the merger.

EXHIBIT A

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d. The name of the surviving corporation shall be Conductix, Inc.

2. Purpose of Merger. The two constituent corporations are both wholly owned subsidiaries of Delachaux S.A. and are each engaged in the manufacture and sale of similar products. The purpose of the merger is to consolidate the business operations of the two corporations into the single surviving corporation, Conductix, and to thus reduce the duplication of management and expenses. It will also provide a single focus on the direction of the business operations so that the business of each of the corporations will continue on a more efficient basis. It is intended that the merger shall qualify as a reorganization within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

3. Articles of Incorporation of Surviving Corporation. On the effective date and time of the merger, the Articles of Incorporation of Conductix, as amended, shall be the Articles of Incorporation of the surviving corporation.

4. Board of Directors. The following persons shall serve as members of the Board of Directors of the surviving corporation until the next annual meeting of shareholders or until their successors shall be elected and qualified: Francois B. Delachaux, Jean-Pierre Colliaut and Gregory B. Minter.

5. Officers. The following persons shall be elected to the offices set opposite their respective names of the surviving corporation until the next annual meeting of the Board of Directors or until their successors shall be elected and qualified:

President	Lonny R. Miller
Vice President	Stuart J. Zastrow
Secretary/Treasurer	Stuart J. Zastrow

6. Capital Stock of Surviving Corporation. On the effective date and time of the merger, all of the authorized and issued shares of Wampfler common stock shall be converted into a total of 803 shares of the common stock of Conductix. On or after the effective date of the merger, the holder of the outstanding common stock of Wampfler shall be entitled upon the surrender of the certificate or certificates for such shares at the office of Conductix to receive in exchange therefor a certificate or certificates representing the 803 shares of the common stock of Conductix.

7. Bylaws. The bylaws of Conductix in effect on the effective date of the merger shall be the bylaws of the surviving corporation until repealed or amended in the manner therein provided and in accordance with the Articles of Incorporation of the surviving corporation and applicable law.

8. Effect of Merger. On the effective date and time of the merger, Wampfler and Conductix shall cease to exist separately and Wampfler shall be merged with and into Conductix in accordance with the provisions of this Agreement and in accordance with the provisions of and with the effect provided in the Business Corporation Act of the State of Kentucky and the Nebraska Business Corporation Act, as respectively amended. As provided herein, on the

effective date and time of the merger, the surviving corporation shall possess all of the rights, privileges, powers, franchises, patents, trademarks, licenses and registrations of each of the Constituent Corporations and all property, real, personal, and mixed, and all debts due to any of the Constituent Corporations on whatever account, belonging to each of the Constituent Corporations shall be vested in the surviving corporation.

9. Further Instruments. From time to time, as and when requested by the surviving corporation, or by its successors or assigns, Wampfler shall execute and deliver or cause to be executed and delivered, all such deeds and other instruments and to take or cease to be taken all such further or other action as the surviving corporation may deem necessary or desirable in order to vest and confirm to the surviving corporation title to and possession of all of its property, rights, privileges, powers, and franchises and otherwise to carry out the intent and purposes of this Agreement.

10. Principal Office. The location of the principal office of the surviving corporations shall be 10102 "F" Street, Omaha, Nebraska 68127.

11. Registered Office and Registered Agent. The registered office of the corporation shall be 200 Regency One, 10050 Regency Circle, Omaha, Nebraska 68114. The name of the registered agent at such address shall be Gregory B. Minter.

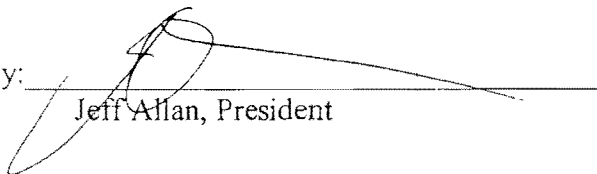
12. Right of Amendment. The surviving corporation hereby reserves the right to amend, alter, change, or repeal any provision contained in its Articles of Incorporation as from time to time amended in a manner now or hereafter prescribed by law as from time to time amended.

IN WITNESS WHEREOF, Wampfler and Conductix have caused this Agreement to be signed in their corporate names by their respective Presidents and respective Secretaries.

ATTEST:


Kelly Duffy, Secretary


WAMPFLER, INC., a Kentucky corporation,

By: 
Jeff Allan, President

ATTEST:


Stuart J. Zastrow, Secretary

CONDUCTIX, INC., a Nebraska corporation,

By: 
Lonny R. Miller, President

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