

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2005		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
GREENFIELD INDUSTRIES, INC.		12/10/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	KENNAMETAL INC.		
Street Address:	1600 Technology Way		
City:	LATROBE		
State/Country:	PENNSYLVANIA		
Postal Code:	15650		
Entity Type:	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 4</b>			
Property Type	Number	Word Mark	
Registration Number:	0750105	CHICAGO-LATROBE	
Registration Number:	0707179	CLE-FORGE	
Registration Number:	1572948	Q-PM	
Registration Number:	0912989	VERS-O-TOOL C	
<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 4:	SALT LAKE CITY, UTAH 84111		
ATTORNEY DOCKET NUMBER:	GREENFIELD		

**CH \$1115.00 0750105**

**900147142**

**TRADEMARK  
 REEL: 004092 FRAME: 0621**

NAME OF SUBMITTER:	NICOLE M. DEFORGE
Signature:	/NICOLE M. DEFORGE/
Date:	11/06/2009
Total Attachments: 3 source=greenfield-kenn#page1.tif source=greenfield-kenn#page2.tif source=greenfield-kenn#page3.tif	

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CONFORMA CLAD INC.", A DELAWARE CORPORATION,

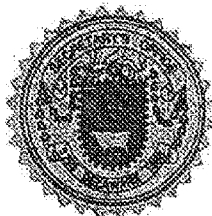
"GREENFIELD INDUSTRIES, INC.", A DELAWARE CORPORATION,

"ROGERS TOOL WORKS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "KENNAMETAL INC." UNDER THE NAME OF "KENNAMETAL INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF DECEMBER, A.D. 2004, AT 10:18 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2005.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3899312 8100M

040919761

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3561455

DATE: 12-20-04

TRADEMARK  
REEL: 004092 FRAME: 0623

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:18 PM 12/17/2004  
FILED 10:18 PM 12/17/2004  
XV 040919761 - 2606123 FILE

CERTIFICATE OF MERGER

OF

CONFORMA CLAD INC.  
(a Delaware corporation)

and

GREENFIELD INDUSTRIES, INC.  
(a Delaware corporation)

and

ROGERS TOOL WORKS, INC.  
(a Delaware corporation)

INTO

KENNAMETAL INC.  
(a Pennsylvania corporation)

The undersigned corporation does hereby certify that:

1. The name and states of incorporation of each of the constituent corporations of the merger is as follows:

NAME:	STATE OF INCORPORATION:
Conforma Clad Inc.	Delaware
Greenfield Industries, Inc.	Delaware
Rogers Tool Works, Inc.	Delaware
Kennametal Inc.	Pennsylvania

2. An Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

3. The name of the surviving corporation of the merger is Kennametal Inc., a Pennsylvania corporation.

4. The Certificate of Incorporation of Kennametal Inc., a Pennsylvania corporation which is surviving the merger, shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

5. The executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 1600 Technology Way, Latrobe, PA 15650.

6. A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

7. Kennametal Inc. survives the merger and may be served with process in the state of Delaware in any proceeding for enforcement of any obligation of Conforma Clad Inc., Greenfield Industries, Inc., and Rogers Tool Works, Inc. as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the state of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 1600 Technology Way, Latrobe, Pennsylvania 15650 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

8. This Certificate of Merger shall be effective on January 1, 2005.

Executed on December 10, 2004

KENNAMETAL INC.

By: David W. Greenfield  
Name: David W. Greenfield  
Title: Vice President, Secretary and General Counsel

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