

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Certificate of Amendment to Certificate of Formation and Certificate of Conversion from PA to DE	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vesper LLC		03/06/2007	LIMITED LIABILITY COMPANY: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Vesper LLC		
Street Address:	8223 Brecksville Road		
Internal Address:	Suite 100		
City:	Brecksville		
State/Country:	OHIO		
Postal Code:	44141-1361		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2921980	CG	
Registration Number:	2927206	CG COLUMBIA GEAR CORPORATION	
CORRESPONDENCE DATA			
Fax Number:	(215)751-1142		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	215-567-2010		
Email:	rbradoff@crbcp.com		
Correspondent Name:	Caesar Rivise Bernstein Cohen Pokotilow		
Address Line 1:	1635 Market Street		
Address Line 2:	11th Floor, Seven Penn Center		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103-2212		
ATTORNEY DOCKET NUMBER:	I1084/30002; I1084/30004		
NAME OF SUBMITTER:	Martin L. Faigus		

CH \$65.00 2921980

900161181

TRADEMARK
REEL: 004197 FRAME: 0984

Signature:	/Martin L. Faigus/
Date:	05/04/2010
Total Attachments: 5 source=2921980_2927206_AmendmentConversion_VesperLLC_PAtoDE#page1.tif source=2921980_2927206_AmendmentConversion_VesperLLC_PAtoDE#page2.tif source=2921980_2927206_AmendmentConversion_VesperLLC_PAtoDE#page3.tif source=2921980_2927206_AmendmentConversion_VesperLLC_PAtoDE#page4.tif source=2921980_2927206_AmendmentConversion_VesperLLC_PAtoDE#page5.tif	

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:21 PM 03/09/2007
FILED 02:53 PM 03/09/2007
SRV 070301569 - 4231888 FILE

Certificate of Amendment to Certificate of Formation

of

VESPER HOLDINGS LLC

It is hereby certified that:

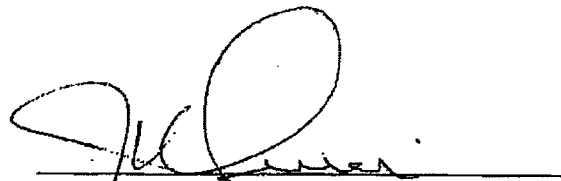
1. The name of the limited liability company (hereinafter called the "limited liability company") is:

VESPER HOLDINGS LLC

2. The certificate of formation of the limited liability company is hereby amended by striking out the statement relating to the limited liability company's registered agent and registered office and by substituting in lieu thereof the following new statement:

"The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808."

Executed on March 6, 2007



Name: John V. Curci
Title: Secretary & Treasurer / Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:43 PM 10/05/2006
FILED 04:43 PM 10/05/2006
SRV 060919206 - 4231888 FILE

CERTIFICATE OF FORMATION
OF
VESPER HOLDINGS LLC

This Certificate of Formation of Vesper Holdings LLC is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

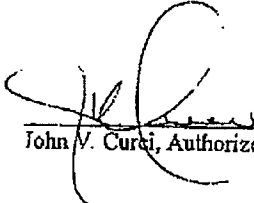
1. The name of the limited liability company is:

Vesper Holdings LLC

2. The name of the registered agent and the address of the registered office of the limited liability company in Delaware is:

FROF Services, LLC
Citizens Bank Center
919 North Market Street
Suite 1300
Wilmington, Delaware 19801-3092

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Formation on this 5th day of October 2006

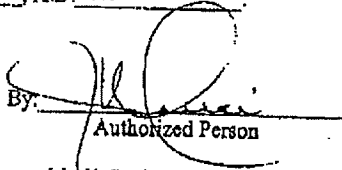

John V. Curci, Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:43 PM 10/05/2006
FILED 04:43 PM 10/05/2006
SRV 060919206 - 4231888 FILE

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Pennsylvania
- 2.) The jurisdiction immediately prior to filing this Certificate is Pennsylvania
- 3.) The date the Non-Delaware Limited Liability Company first formed is 12/20/05
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Vesper LLC
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Vesper Holdings LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 5th day of October, A.D. 2006

By: 
Authorized Person

Name: John V. Curci
Print or Type

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Domestic Limited Liability Company
(15 Pa.C.S.)

- Certificate of Dissolution (§ 8975)
 Certificate of Dissolution by Domestication (§ 8978)

Name		
Address		
City	State	Zip Code

Document will be returned to the name and address you enter to the left.



Fee: \$70

In compliance with the requirements of the applicable provisions (relating to certificate of dissolution/dissolution by domestication), the undersigned limited liability company, desiring to dissolve, hereby states that:

1. The name of the limited liability company is:
Vesper LLC

Certificate of Dissolution - complete paragraphs 2, 3, and 4

2. Check one of the following.

- All debts, obligations and liabilities of the limited liability company have been paid or discharged.
- Adequate provision has been made for the payment and discharge of the debts, obligations and liabilities of the limited liability company.
- Assets of the limited liability company are not sufficient to discharge its liabilities, and all the assets of the limited liability company have been fairly and equitably applied, as far as they will go, to the payment of such liabilities.

3. All remaining property and assets of the limited liability company, if any, have been distributed among its members in accordance with their respective rights and interests.

4. Check one of the following:

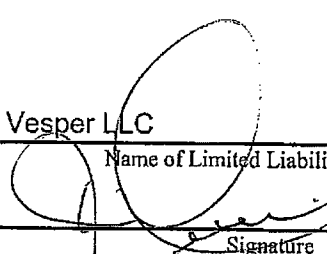
- There are no actions or proceedings pending against the limited liability company in any court.
- Adequate provision has been made for the satisfaction of any judgment or decree that may be obtained against the limited liability company in each action or proceeding pending against the limited liability company.

Certificate of Dissolution by Domestication - complete paragraph 5

5. The limited liability company has domesticated itself under the laws of Delaware,
Name of Jurisdiction

IN TESTIMONY WHEREOF, the undersigned limited liability company has caused this Certificate to be signed by a duly authorized member or manager thereof this
____ day of _____, 2006 .

Vesper LLC
Name of Limited Liability Company


Signature

John V. Glurci, Vice President
Title