

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/30/1994		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ELCO CORPORATION		03/30/1994	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	ELCO HOLDING COMPANY, INC.		
Street Address:	801 17th Avenue South		
City:	Myrtle Beach		
State/Country:	SOUTH CAROLINA		
Postal Code:	29577		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1619613	VARICON	
Registration Number:	1619614	VARIPIN	
CORRESPONDENCE DATA			
Fax Number:	(864)233-7342		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	864-271-1592		
Email:	docketing@dority-manning.com		
Correspondent Name:	James M. Bagarazzi		
Address Line 1:	PO Box 1449		
Address Line 4:	Greenville, SOUTH CAROLINA 29601		
ATTORNEY DOCKET NUMBER:	ELX-24-TM		
NAME OF SUBMITTER:	James M. Bagarazzi		
Signature:	/James M. Bagarazzi/		

OP \$65.00 1619613

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REEL: 004305 FRAME: 0024

Date:

10/27/2010

Total Attachments: 4

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Filed with the Department of State on MAR 30 1994

Entity Number 2573672

J. S. K. K. K.
Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

DSCB:15-1926 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: ELCO HOLDING COMPANY, INC.

2. (Check and complete one of the following):

___ The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

The surviving corporation is a qualified foreign business corporation incorporated under the laws of Delaware and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: Prentice-Hall Corporation System, Inc. _____
Name of Commercial Registered Office Provider County Dauphin

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

___ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

_____ Number and Street City State Zip County

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation	Address of Registered Office or Name of Commercial Registered Office Provider	County
<u>Elco Corporation</u>	<u>Prentice-Hall Corporation System, Inc.</u>	<u>Dauphin</u>

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of corporation	Manner of adoption
Elco Corporation	Adopted by the directors and shareholders pursuant to 15 Pa.C.S. §1924(a)

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

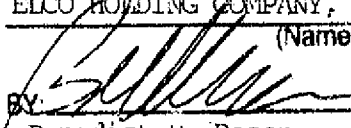
The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street City State Zip


IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 30th day of March, 1994.

ELCO HOLDING COMPANY, INC.
(Name of Corporation)

BY: 
Benedict P. Rosen (Signature)

TITLE: President

ELCO CORPORATION
(Name of Corporation)

BY: 
Benedict P. Rosen (Signature)

TITLE: President

PLAN AND AGREEMENT OF MERGER

Plan and Agreement of Merger approved on March 30, 1994 by Elco Corporation, a business corporation incorporated under the laws of the Commonwealth of Pennsylvania, and by resolution adopted by its Board of Directors on said date, and approved on March 30, 1994 by Elco Holding Company, Inc., a business corporation formed under the laws of the State of Delaware, and by resolution adopted by its Board of Directors on said date.

1. Elco Corporation and Elco Holding Company, Inc. shall, pursuant to the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania and the provisions of the General Corporation Law of the State of Delaware, be merged with and into a single corporation, to wit, Elco Holding Company, Inc., which shall be the surviving corporation upon the effective date of the merger in the jurisdiction of its organization and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the General Corporation Law of the State of Delaware. The separate existence of Elco Corporation, which is sometimes hereinafter referred to as the "cessating corporation," shall cease upon the effective date of the merger in accordance with the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania.

2. The Certificate of Incorporation and the Certificate of the Amendment of Certificate of Incorporation of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall be the Certificate of Incorporation, as amended, of said surviving corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

3. The present Bylaws of the surviving corporation will be the Bylaws of said surviving corporation and will continue in full force and effect until changed, altered or amended in the manner prescribed by the provisions of the Delaware General Corporation law.

4. The directors and officers in office of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the Bylaws of the surviving corporation.

5. Each issued share of the cessating corporation shall, upon the effective date of the merger, be canceled and no shares of the surviving corporation shall be issued therefor. The issued shares of the surviving corporation shall not be converted or

exchanged in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation.

6. In the event that this Plan and Agreement of Merger shall have been fully approved and adopted upon behalf of the cessating corporation in the manner prescribed by the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania, and, in the event that this Plan and Agreement of Merger shall have been duly authorized, approved and adopted on behalf of the surviving corporation in accordance with the provisions of the General Corporation Law of the State of Delaware and that the merger of the cessating corporation with and into the surviving corporation shall have been fully authorized, approved and adopted in accordance with the provisions of said General Corporation Law of the State of Delaware, the cessating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the Commonwealth of Pennsylvania and the laws of the State of Delaware and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

7. Any two officers of the cessating corporation and any two officers of the surviving corporation are hereby authorized to execute Articles of Merger upon behalf of said corporations, respectively, in conformity with the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania; and the Board of Directors and the proper officers of the cessating corporation and of the surviving corporation, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or the merger herein provided for.