

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 7/31/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below

1. Name of conveying party(ies):

WALLS INDUSTRIES, INC., CLEBURNE, TEXAS

- Individual(s)
- General Partnership
- Corporation- State: DELAWARE
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) SEPTEMBER 24, 2010

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

WALLS INDUSTRIES LLC

Name: _____

Internal Address: _____

Street Address: P.O. BOX 98

City: CLEBURNE

State: TEXAS

Country: USA Zip: 76033

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship _____

Other limited liability CO Citizenship DELAWARE

If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

SEE ATTACHED LIST MARKED "EXHIBIT A"

B. Trademark Registration No.(s)

SEE ATTACHED LIST MARKED "EXHIBIT A"

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SEE ATTACHED LIST MARKED "EXHIBIT A"

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: KAY LYN SCHWARTZ

Internal Address: 3000 THANKSGIVING TOWER

Street Address: 1601 ELM STREET

City: DALLAS

State: TEXAS Zip: 75201-4761

Phone Number: 214-999-4702

Fax Number: 214-999-3623

Email Address: IP@GARDERE.COM

6. Total number of applications and registrations involved:

25

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 640.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 07-0153

Authorized User Name KAY LYN SCHWARTZ

9. Signature:

Kay L Schwartz
Signature

2-25-11
Date

KAY LYN SCHWARTZ
Name of Person Signing

Total number of pages including cover sheet, attachments, and document 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450





TRADEMARK

REEL: 004485 FRAME: 0062

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CH \$640.00 070153 7670120

EXHIBIT A

MARK	REG. NO.	OUR FILE NO.
BIG SMITH	3262064	129059-3001
THE WEARABLE TOOL	3341399	129059-3003
WALLS FR	3327679	129059-3006
WE ARE THE WEARABLE TOOL	3439065	129059-3007
Duxbak	65268	129059-3008
BLACK DUCK	2105694	129059-3009
LIBERTY	1084058	129059-3010
WALLS	1650837	129059-3018
COMMANDER	2522822	129059-3019
WALLS (Cl. 25)	2571382	129059-3021
 ZERO-ZONE	984556	129059-3026
BLIZZARD PRUF	2923125	129059-3027
10X	1401342	129059-3033
	1989407	129059-3034
WALLS	3136815	129059-3035
10X	3149614	129059-3037
MASTER MADE	2067367	129059-3041
	76/701209	129059-3114
	76/701208	129059-3115
WALLS	76/701223	129059-3118
LIBERTY	76/701224	129059-3119
10X	76/701227	129059-3120
DUXBAK	76/701225	129059-3122
MASTERMADE	76/701268	129059-3123
Walls FR	76/701273	129059-3128

Delaware

PAGE 1

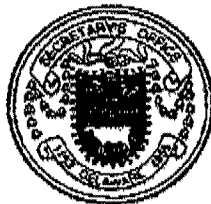
The First State

I, JEFFREY W. BULLOCK, 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:

"WALLS INDUSTRIES, INC., CLEBORNE, TEXAS", A DELAWARE CORPORATION,

WITH AND INTO "WALLS INDUSTRIES LLC" UNDER THE NAME OF WALLS INDUSTRIES LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2010, AT 7:07 O'CLOCK P.M.

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



4872018 8100M

100941158

you verify this certificate online
http://www.delaware.gov/authver.html

Jeffrey W. Bullock
 Jeffrey W. Bullock, Secretary of State
 AUTHENTICATION: 8251418

DATE: 09-27-10

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 07:05 PM 09/24/2010
 FILED 07:07 PM 09/24/2010
 SKV 100941158 - 4872018 FILE

CERTIFICATE OF MERGER
OF
WALLS INDUSTRIES, INC., CLEBURNE, TEXAS
 (a Delaware corporation)
WITH AND INTO
WALLS INDUSTRIES LLC
 (a Delaware limited liability company)

September 24, 2010

Pursuant to Section 18-209(c) of the Delaware Limited Liability Company Act, as amended (the "Act") and Section 254(c) of the Delaware General Corporation Law, as amended (the "DGCL"), Walls Industries, Inc., Cleburne, Texas, a Delaware corporation ("Walls Corp."), and Walls Industries LLC, a Delaware limited liability company ("Walls LLC"), hereby certify that:

1. The name and jurisdiction of formation or organization of each of the constituent entities (the "Constituent Entities") in the merger are as follows:

Name	State of Formation
Walls Industries, Inc., Cleburne, Texas	Delaware
Walls Industries LLC	Delaware

Walls Corp. is being merged with and into Walls LLC.

2. An Agreement and Plan of Merger, dated as of September 24, 2010 (the "Merger Agreement"), by and among Walls Corp., Walls LLC, and Walls Holding Company, Inc., a Delaware corporation, has been approved and executed by each of the Constituent Entities in accordance with the requirements of Section 18-209(b) of the Act and Section 264(b) of the DGCL.

3. The name of the surviving company (the "Surviving Company") shall be "Walls Industries LLC," and the certificate of formation of Walls LLC in effect immediately prior to the effective time of the merger shall be the certificate of formation of the Surviving Company.

4. The executed Merger Agreement is on file at a place of business of the Surviving Company, the address of which is 1905 N. Main Street, Cleburne, Texas 76033.

5. A copy of the executed Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any member or stockholder of, or any person holding an interest in, either of the Constituent Entities.

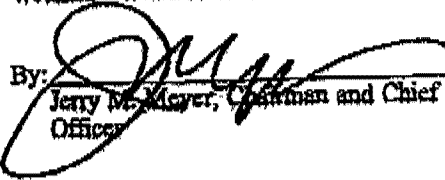
6. Pursuant to the Act, the merger to be effected by this Certificate of Merger shall be effective upon the filing of this Certificate of Merger.

[Signature page follows]

DALLAS 2158889

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed by a duly authorized person as of the date first above written.

WALLS INDUSTRIES LLC

By: 
Jerry M. Meyer, Chairman and Chief Executive Officer

Signature page to Certificate of Merger

DALLAS 2154889