

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/12/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Centricut, LLC		04/02/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Hypertherm, Inc.
Street Address:	Etna Road, P.O. Box 5010
City:	Hanover
State/Country:	NEW HAMPSHIRE
Postal Code:	03755
Entity Type:	CORPORATION: NEW HAMPSHIRE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2433127	C CENTRICUT
Registration Number:	2425143	CENTRICUT
Registration Number:	3130588	COPPERLINE
Registration Number:	2711579	EDGE
Registration Number:	2662641	SILVERLINE
Registration Number:	2622754	VALUCUT

CORRESPONDENCE DATA

Fax Number: (617)526-9899
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-526-9600
 Email: cludwig@proskauer.com
 Correspondent Name: Proskauer Rose LLP
 Address Line 1: One International Place

900186191

**TRADEMARK
 REEL: 004496 FRAME: 0240**

CH \$165.00 2433127

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER: CTT-601 THRU 604, 606 607

NAME OF SUBMITTER: Martha Wilson-Byrne

Signature: /Martha Wilson-Byrne/

Date: 03/09/2011

Total Attachments: 9

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CERTIFICATE OF MERGER

RSA 304-C:12
RSA 293-A

MERGING

CENTRICUT, LLC 326581
a Delaware limited liability company

INTO

HYPERTHERM, INC. 10961
a New Hampshire corporation

PURSUANT THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT AND THE NEW HAMPSHIRE LIMITED LIABILITY COMPANY LAWS, THE UNDERSIGNED ENTITIES SUBMIT THE FOLLOWING CERTIFICATE OF MERGER FOR THE PURPOSE OF MERGING THE LIMITED LIABILITY COMPANY INTO THE CORPORATION:

FIRST: The Agreement and Plan of Merger by and between Hypertherm, Inc., a New Hampshire corporation, and Centricut, LLC, a Delaware limited liability company, was approved, adopted and executed by each of the parties in the manner prescribed by the New Hampshire Business Corporation Act and New Hampshire limited liability company laws. The Agreement and Plan of Merger is attached hereto as Exhibit A.

SECOND: The surviving entity shall be Hypertherm, Inc.

THIRD: Approval of the shareholders of Hypertherm, Inc. is not required to effect this merger.

FOURTH: Centricut, LLC, has only one member and the merger has been approved by the one member.

FIFTH: There shall be no amendments or changes to the articles of incorporation of Hypertherm, Inc.

SIXTH: This Certificate of Merger shall be effective upon filing.

SEVENTH: The Agreement of Merger is on file at the following address: c/o Hypertherm, Inc., Etna Road, P. O. Box 5010, Hanover, New Hampshire 03755. A copy of the Agreement of Merger will be furnished by Hypertherm, Inc., on request and without cost, to any person holding an interest in any business entity which is to merge.

State of New Hampshire
Mergers - LLC 6 Page(s)



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IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be signed on this 2nd day of April, 2007.

HYPERTHERM, INC.

By: Richard W Couch Jr.
Name: RICHARD W COUCH JR.
Title: CEO

CENTRICUT, LLC

By: Carey Chen
Name: CAREY CHEN
Title: MANAGER

AGREEMENT AND PLAN OF MERGER

BY AND BETWEEN

HYPERTHERM, INC.

AND

CENTRICUT, LLC

AGREEMENT AND PLAN OF MERGER, dated as of April 2, 2007 (this "Agreement"), by and between Hypertherm, Inc., a New Hampshire corporation ("Hypertherm") and Centricut, LLC, a Delaware limited liability company ("Centricut").

WHEREAS, Centricut is a limited liability company duly organized and existing under the laws of the State of Delaware and Hypertherm is a corporation duly organized and existing under the laws of the State of New Hampshire;

WHEREAS, Centricut is the wholly-owned subsidiary of Hypertherm; and

WHEREAS, the board of directors of Hypertherm and the sole member and manager of Centricut deem it advisable and in the best interests of each of Hypertherm and Centricut to merge Centricut with and into Hypertherm with Hypertherm as the surviving entity (the "Merger") and have approved this Agreement and the Merger, in accordance with the New Hampshire Business Corporation Act ("NHBCA") and the Delaware Limited Liability Company Act ("DLLCA").

NOW, THEREFORE, in consideration of the promises and the covenants herein contained, the parties hereto agree as follows:

1. Merger. Upon the terms of this Agreement, at the Effective Time (as defined below), Centricut shall be merged with and into Hypertherm in accordance with the provisions of NHBCA and DLLCA, and Hypertherm shall be the continuing and surviving entity. At the Effective Time, the separate existence of Centricut shall cease and the other effects of the Merger shall be as set forth in NHBCA and DLLCA with respect to a merger of a domestic limited liability company into a domestic corporation.

2. Name. The name of the surviving entity (the "Surviving Entity") shall be Hypertherm, Inc.

3. Effective Time of Merger. The Merger shall become effective ~~April 2, 2007~~ ^{upon filing} (the "Effective Time").

4. Filings. Hypertherm and Centricut each will cause to be executed and filed or recorded any document or documents prescribed by the laws of the State of New

Hampshire and the State of Delaware, and will cause to be performed all necessary acts within the State of New Hampshire, the State of Delaware and elsewhere to effect the Merger.

5. Articles of Incorporation. The Articles of Incorporation of Hypertherm in effect immediately prior to the Effective Time shall become the Articles of Incorporation of the Surviving Entity until thereafter changed or amended as provided therein or by applicable law.

6. Bylaws. The Bylaws of Hypertherm in effect immediately prior to the Effective Time shall become the Bylaws of the Surviving Entity until thereafter changed or amended as provided therein or by applicable law.

7. Directors and Officers. The directors and officers of Hypertherm immediately prior to the Effective Time shall become the directors and officers of the Surviving Entity until the earlier of their resignation or removal or until their respective successors are duly elected and qualified, as the case may be.

8. Membership Interests. On the Effective Date, the membership interests of Centricut then outstanding shall, by virtue of the Merger and without any action on the part of any holder thereof, cease to be outstanding and shall be cancelled and retired and shall cease to exist.

9. Merger, Assumption of Liabilities. At the Effective Time, Centricut shall be deemed merged with and into Hypertherm as provided by NHBCA, DLLCA and this Agreement. All rights, privileges and powers of Centricut, and all property, real, personal and mixed, and all debts due to Centricut, as well as all other things and causes of action belonging to Centricut, shall be vested in the Surviving Entity, and shall thereafter be the property of the Surviving Entity as they were of Centricut, and the title to any real property vested by deed or otherwise under the laws of the State of New Hampshire and the State of Delaware in Centricut shall not revert or be in any way impaired by reason of NHBCA or DLLCA, but all rights of creditors and all liens upon any property of Centricut shall be preserved unimpaired and all debts, liabilities and duties of Centricut shall thenceforth attach to the Surviving Entity and may be enforced against the Surviving Entity to the same extent as if said debts, liabilities and duties had been incurred and contracted by it.

10. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

11. Governing Law. This Agreement shall be governed by and construed in accordance with the domestic laws of the State of New Hampshire, without giving effect to any choice of law or conflict of law provisions or rule (whether of the State of New Hampshire or any other jurisdiction) that would cause the application of the laws of any other jurisdiction other than the State of New Hampshire.

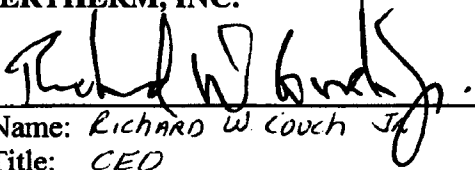
12. Amendment. This Agreement may be amended by the parties hereto at any time prior to the Effective Time by action taken by their respective board of directors or manager.

13. Further Assurances. If, at any time on and after the Effective Time, the Surviving Entity or its successors or assigns shall consider or be advised that any further assignments or assurances in law or any organizational or other acts are necessary or desirable (a) to vest, perfect or confirm, of record or otherwise, in the Surviving Entity title to and possession of any property or right of Centricut acquired or to be acquired by reason of the Merger or (b) otherwise to carry out the purposes of this Agreement, Centricut and its members, managers and officers, if any, shall be deemed to have granted to the Surviving Entity an irrevocable power of attorney to execute and deliver all such proper deeds, assignments and assurances in law and to do all acts necessary or proper to accomplish the foregoing and carry out the purposes of this Agreement and the directors and officers of the Surviving Entity are fully authorized in the name of Centricut or otherwise to take any and all such action.

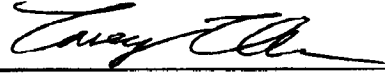
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IN WITNESS WHEREOF, this Agreement has been duly executed and delivered by a duly authorized officer of each party hereto as of the date first written above.

HYPERTHERM, INC.

By: 
Name: RICHARD W. COUCH JR.
Title: CEO

CENTRICUT, LLC

By: 
Name: CAREY CHEN
Title: MANAGER

Delaware

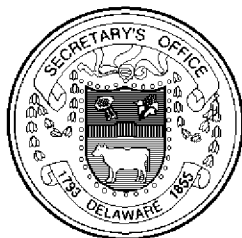
PAGE 1

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:

"CENTRICUT, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "HYPERTHERM, INC." UNDER THE NAME OF "HYPERTHERM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW HAMPSHIRE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF APRIL, A.D. 2007, AT 8:37 O'CLOCK A.M.

4330472 8100M
070409674



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5576899

DATE: 04-09-07

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REEL: 004496 FRAME: 0248

CERTIFICATE OF MERGER

MERGING

CENTRICUT, LLC
a Delaware limited liability company

INTO

HYPERTHERM, INC.
a New Hampshire corporation

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned surviving corporation submits this Certificate of Merger for filing and certifies that:

FIRST: The name of the surviving corporation is Hypertherm, Inc., (the "Surviving Corporation"), a foreign corporation.

SECOND: The jurisdiction in which the Surviving Corporation was formed is New Hampshire.

THIRD: The name of the limited liability company being merged into the Surviving Corporation is Centricut, LLC, a Delaware limited liability company.

FOURTH: The agreement of merger of consolidation has been approved and executed by each of the business entities which is to merge or consolidate.

FIFTH: The name of the Surviving Corporation is Hypertherm, Inc.

SIXTH: An Agreement and Plan of Merger is on file at a place of business of the Surviving Corporation and the address thereof is: Etna Road, P.O. Box 5010, Hanover, New Hampshire 03755.

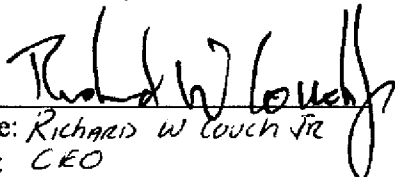
SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

EIGHTH: The Surviving Corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action suit or proceeding and the address to which a copy of such process shall be mailed by the Secretary of State is: Hypertherm, Inc., Etna Road, P.O. Box 5010, Hanover, New Hampshire 03755.

NINTH: This Certificate of Merger shall be effective as of April 2, 2007, for accounting purposes only.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed on this 25th day of March, 2007.

HYPERTHERM, INC.

By: 
Name: *Richard W Couch Jr*
Title: *CEO*