

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	MERGER																										
EFFECTIVE DATE:	12/31/2011																										
CONVEYING PARTY DATA																											
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Universal Power Systems, Inc.</td> <td></td> <td>12/01/2011</td> <td>CORPORATION: DELAWARE</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Universal Power Systems, Inc.		12/01/2011	CORPORATION: DELAWARE																
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CORRESPONDENCE DATA																											
<p>Fax Number: 4045414753 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 404-815-6140 Email: miskowitz@kiltown.com Correspondent Name: Kilpatrick Townsend & Stockton LLP Address Line 1: 607 14th Street NW, Suite 900 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005-2019</p>																											
ATTORNEY DOCKET NUMBER:	92741-819964																										
NAME OF SUBMITTER:	Mark Iskowitz, Kilpatrick Townsend																										

Signature:	/mji/
Date:	04/16/2012
Total Attachments: 3 source=2011-12.31 Cert of Merger (MO) (filed)#page1.tif source=2011-12.31 Cert of Merger (MO) (filed)#page2.tif source=2011-12.31 Cert of Merger (MO) (filed)#page3.tif	

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF MERGER MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

**UNIVERSAL POWER SYSTEMS, INC. – A Delaware corporation not qualified
INTO:**

ENGINEERED ELECTRIC COMPANY – 00461514

Organized and existing under laws of Missouri and Delaware have been received, found to conform to law, and filed.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

ENGINEERED ELECTRIC COMPANY -- 00461514

as the surviving entity.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.

Done at the City of Jefferson, this
16th day of December, 2011.

Effective Date: December 31, 2011


Secretary of State





State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

File Number:
00461514
Date Filed: 12/16/2011
Effective Date: 12/31/2011
Robin Carnahan
Secretary of State

Summary Articles of Merger

*(Section 351.430.2, RSMo.)
(Submit with filing fee of \$30.00)*

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

1. The constituent corporations are:

Engineered Electric Company 00461514 of Missouri
Name of Corporation Missouri Charter # Parent State

Universal Power Systems, Inc of Delaware
Name of Corporation Missouri Charter # Parent State

2. A plan of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations as required by Chapter 351, RSMo.):

3. The name of the surviving corporation is Engineered Electric Company of Missouri:
Name of Corporation Parent State

4. Check one of the following:

- The merger has effected amendments or changes in the articles of the surviving corporation and those are attached to this summary. *(Please attach amendments.)*
- There are no amendments or changes to the articles of the surviving corporation, and the articles of the surviving corporation shall be the articles of incorporation.

5. The executed plan of merger is on file at the principal place of business of the surviving corporation at

141 North Ave., Bridgeport, CT 06606
street, city, state and zip

6. A copy of a plan of merger will be furnished by the surviving corporation, on request and without cost, to any shareholder of any constituent corporation.

7. The effective date of this document is the date it is filed by the Secretary of State of Missouri unless a future date is otherwise

indicated: December 31, 2011
(Date may not be more than 90 days after the filing date in this office)

(Please see next page)

Name and address to return filed document:
Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Merger - General Business - Domestic 2 Page(s)



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To be completed only if surviving corporation is a foreign corporation.


8. If the surviving corporation is a foreign corporation, it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:

- a. The surviving corporation may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri which is party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against the surviving corporation;
- b. The Secretary of State of the State of Missouri shall be and hereby is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding; the address to which the service of process in any such proceeding shall be mailed is _____

c. The surviving corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The General and Business Corporation Law of Missouri" with respect to the rights of dissenting shareholders.

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

	Roger Sexauer, President	12/1/11	
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>	<i>Date</i>
Engineered Electric Company			
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>	<i>Date</i>
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