

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2010

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Cast Products, L.P.		12/31/2010	LIMITED PARTNERSHIP: INDIANA

**RECEIVING PARTY DATA**

<b>Name:</b>	Cast Products Corporation
<b>Street Address:</b>	58263 Charlotte Avenue
<b>City:</b>	Elkhart
<b>State/Country:</b>	INDIANA
<b>Postal Code:</b>	46517
<b>Entity Type:</b>	CORPORATION: INDIANA

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	1291032	COLORIMETRIC
Registration Number:	1778362	COLORIMETRIC

**CORRESPONDENCE DATA**

Fax Number: 5742329789  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 574-243-4100  
 Email: cputt@maylorber.com  
 Correspondent Name: Christopher R. Putt, Esq.  
 Address Line 1: 4100 Edison Lakes Parkway  
 Address Line 2: Suite 100  
 Address Line 4: Mishawaka, INDIANA 46545

<b>NAME OF SUBMITTER:</b>	Christopher R. Putt
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Signature:	/Christopher R. Putt/
Date:	07/11/2012
Total Attachments: 7 source=CastProductsLPCastProductsCorp Merger#page1.tif source=CastProductsLPCastProductsCorp Merger#page2.tif source=CastProductsLPCastProductsCorp Merger#page3.tif source=CastProductsLPCastProductsCorp Merger#page4.tif source=CastProductsLPCastProductsCorp Merger#page5.tif source=CastProductsLPCastProductsCorp Merger#page6.tif source=CastProductsLPCastProductsCorp Merger#page7.tif	



**ARTICLES OF CROSS-SPECIES MERGER  
Resulting in the Formation of a Corporation**

State Form 51584 (1-04)  
Approved by State Board of Accounts, 2004

TODD ROKITA  
SECRETARY OF STATE  
CORPORATE DIVISION  
302 W. Washington Street, Rm. E018  
Indianapolis, IN 46204  
Telephone: (317) 232-6576

**INSTRUCTIONS:** Use 8 1/2" x 11" white paper for attachments.  
Present original and one copy to the address in upper right corner of this form.  
Please TYPE or PRINT.  
Please visit our office on the web at [www.sos.in.gov](http://www.sos.in.gov).

Indiana Code 23-1-18-3  
**FILING FEE: \$30.00**

**ARTICLES OF CROSS-SPECIES MERGER  
OF**

Cast Products, L.P. and CPC, LLC

(hereinafter "Non-surviving Business Entity" ("Entities") and/or "Non-surviving Corporation(s)")

**INTO**

Cast Products Corporation

(hereinafter "Surviving Corporation")

**ARTICLE I: PLAN OF CROSS-SPECIES MERGER**

Please set forth the Plan of Cross-Species Merger, attach herewith, and designate it as "Exhibit A." The Plan of Cross-Species Merger must state the following:

- The name of each Non-surviving Corporation incorporated in Indiana and the name and jurisdiction of formation, organization, or incorporation of each Non-surviving Business Entity;
- The name of Surviving Corporation;
- The terms and conditions of the merger;
- The manner and basis of converting the shares or rights thereof of Non-surviving Corporation and/or the interests, obligations, shares, other securities, or rights thereof of Non-surviving Business Entity (Entities) and/or Non-surviving Corporation(s) into the shares, obligations, assets, other securities, or rights thereof of Surviving Corporation;
- Any amendments to or restatements of the Articles of Incorporation of Surviving Corporation; and
- All statements required to be set forth in the plan of merger by the laws under which each Non-surviving Business Entity is formed, organized, or incorporated;
- All information required by the Articles of Incorporation (*Indiana Code 23-1-21-2*) if there are no corporations that are parties to the merger; and
- Any amendments to, or a restatement of the Articles of Incorporation of Surviving Corporation, if one or more corporations are parties to the merger and if Surviving Corporation is an Indiana Corporation.

The relevant Indiana Code sections for the Plan of Merger are as follows:

- 23-1-40-8(c)(4) if a corporation is a party to the merger;
- 23-18-7-9(c)(4) if a limited liability company is party to the merger;
- 23-4-1-53(c)(4) if a limited liability partnership is a party to the merger; and
- 23-16-3-13(c)(4) if a limited partnership is a party to the merger.

**ARTICLE II: SURVIVING CORPORATION**

If Surviving Corporation is an Indiana corporation, please complete Section 1 of this Article. If Surviving Corporation is a foreign corporation, please complete Section 2 of this Article.

**SECTION 1:** (Please complete this section if Surviving Corporation is an Indiana corporation.)

The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on  
January 4, 1956.

**SECTION 2:***(Please complete this section if Surviving Corporation is incorporated outside of Indiana.)*

The surviving corporation is a foreign corporation incorporated under the laws of the State of \_\_\_\_\_ and is  
 qualified  not qualified *(please designate which)* to do business in Indiana.

If the surviving corporation is qualified to do business in Indiana, the date of qualification is \_\_\_\_\_.

- (If Application for Certificate of Authority to do business in Indiana is filed concurrently herewith, please state "Upon approval of Application for Certificate of Authority".)*

**ARTICLE III: NON-SURVIVING BUSINESS ENTITIES****SECTION 1:***(Please list any non-surviving corporations [if any] in this merger).*

The name, state of incorporation, and the date of incorporation or qualification *(if applicable)* respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation which is party to the merger are as follows:

Name of Non-surviving Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana

Name of Non-surviving Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana

Name of Non-surviving Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana

**SECTION 2:***(Please list any Non-surviving Business Entities that are not a corporation [if any] in this merger).*

The name, business entity type, state of organization, and date of organization of any Indiana or foreign business entity that is a party to the merger and qualified to do business in Indiana *(if applicable)*.

Name CPC, LLC	Type of business entity Limited liability company
State of Domicile Indiana	Date of organization or qualification December 18, 2001

Name Cast Products, L.P.	Type of business entity Limited Partnership
State of Domicile Indiana	Date of organization or qualification December 17, 2001

Name	Type of business entity
State of Domicile	Date of organization or qualification

**ARTICLE IV: MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION**

**SECTION 1:** (Please complete either Section 1 or Section 2).

- Shareholder vote not required.
- The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

**SECTION 2:**  Vote of shareholders is required (Please select either A or B)

The designation (i.e. common, preferred, or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange, and the number votes each voting group represented at the meeting are set forth below:

- A.  Unanimous written consent executed on December 31, 2010 and signed by all shareholders entitled to vote.  
 OR  
 B.  Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				

**ARTICLE V: MANNER OF ADOPTION AND VOTE OF NON-SURVIVING CORPORATION (if applicable)**

Please complete this Article if a corporation is party to the merger. (Select either A or B):

The designation (i.e. common, preferred, or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange, and the number of votes of each voting group represented at the meeting is set forth below:

- A.  Unanimous consent executed on \_\_\_\_\_, 20\_\_\_\_ and signed by all shareholders entitled to vote.  
 B.  Vote of shareholders during a meeting called by the Board of Directors.

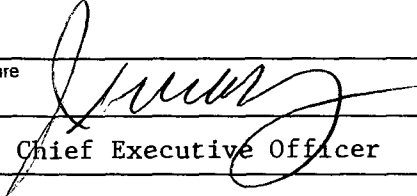
	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				

ARTICLE VI: SIGNATURE

In Witness Whereof, the undersigned, being a duly authorized representative of Surviving Corporation, executes these Articles of Cross-Species Merger and verifies, subject to penalty of perjury, that the statements contained herein are true, and that each business entity that is a party to this merger has approved the plan of merger according to Indiana law or according to the laws of the State in which the business entity was organized or incorporated, this

31st day of Dec, 2010.

Signature



Printed name

James T. Schwartz

Title

Chief Executive Officer

## **PLAN AND AGREEMENT OF MERGER**

This is a Plan and Agreement of Merger between **CAST PRODUCTS CORPORATION**, an Indiana corporation (the "Surviving Corporation"), and **CPC, LLC**, an Indiana limited liability company, and **CAST PRODUCTS, L.P.**, an Indiana limited partnership (the "Merging Entities").

1. Plan Adopted. A Plan of Merger of the Merging Entities and the Surviving Corporation, pursuant to the provisions of Title 23 of the Indiana Code and Section 368(a)(1)(A) of the Internal Revenue Code, is adopted, and the Merging Entities shall be merged with and into the Surviving Corporation, to exist and be governed by the laws of the state of Indiana.

2. Corporate Name. The name of the Surviving Corporation is Cast Products Corporation.

3. Assets and Liabilities. When this Plan shall become effective, the separate existence of the Merging Entities shall cease, and the Surviving Corporation shall succeed, without other transfer, to all the rights and property of the Merging Entities and shall be subject to all the debts and liabilities of the Merging Entities in the same manner as if the Surviving Corporation had itself incurred them. All rights of creditors and all liens on the property of each constituent entity shall be preserved unimpaired. The Surviving Corporation will carry on business with the assets of the Merging Entities, as well as with its own assets.

4. Effective Date. The Effective Date of the merger ("Effective Date") shall be December 31, 2010.

5. Submission to the Shareholders/Members/Partners. This Plan shall be submitted separately to the Shareholders/Members/Partners of the constituent entities in the manner provided by the laws of the state of Indiana for approval.

6. Manner and Basis of Converting Interests. All outstanding membership interests and partnership interests of the Merging Entities will be owned by the Surviving Corporation, and no additional interests shall be issued by the Merging Entities after the Effective Date. Interests of the Merging Entities shall be deemed canceled, and the certificates, if any, representing all interests of the Merging Entities shall be surrendered and canceled promptly after the Effective Date. The then outstanding shares of the Surviving Corporation shall thereafter constitute all of the outstanding stock of the Surviving Corporation.

7. Directors and Officers of the Surviving Corporation. The present Board of Directors of the Surviving Corporation shall continue to serve as the Board of Directors of the Surviving Corporation until the next annual meeting or until their successors have been elected and qualified. All persons who, as of the Effective Date, shall be executive or administrative officers of the Surviving Corporation shall remain as officers of the Surviving Corporation until the Board of Directors of the Surviving Corporation shall determine otherwise. The Board of Directors of the Surviving Corporation may elect or appoint additional officers as it deems necessary.

8. Articles and Bylaws. The Articles of Incorporation of the Surviving Corporation, existing on the Effective Date, shall continue in full force as the Articles of Incorporation of the Surviving Corporation until they are altered, amended, or repealed as provided by the Articles or as provided by law. The Bylaws of the Surviving Corporation, existing on the Effective Date, shall continue in full force as the Bylaws of the Surviving Corporation until they are altered, amended or repealed as provided in the Bylaws or as provided by law.

9. Entire Agreement. This instrument constitutes the entire agreement between the parties with respect to the transaction contemplated herein. It may be executed in any number of



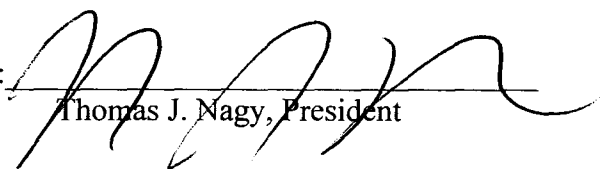
counterparts, each of which shall be deemed an original, but such counterparts together constitute only one in the same instrument.

10. Controlling Law. The validity, interpretation, and performance of this Agreement shall be controlled and construed under the laws of the state of Indiana.

This Plan shall be effective upon its execution.

**SURVIVING CORPORATION**

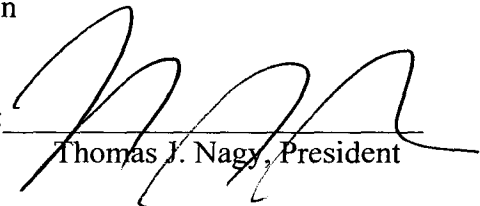
Cast Products Corporation

By:   
Thomas J. Nagy, President

**MERGING ENTITIES:**

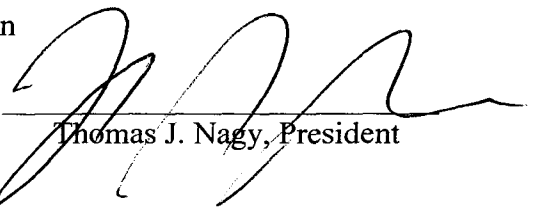
CPC, LLC

By its Sole Member Cast Products Corporation

By:   
Thomas J. Nagy, President

Cast Products, L.P.

By its General Partner: Cast Products Corporation

By:   
Thomas J. Nagy, President

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