

## 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>Cast Products Corporation</td> <td></td> <td>12/15/2011</td> <td>CORPORATION: INDIANA</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Cast Products Corporation		12/15/2011	CORPORATION: INDIANA																
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<table border="1"> <tr> <td>Name:</td> <td colspan="3">DEHCO, Inc.</td> </tr> <tr> <td>Street Address:</td> <td colspan="3">58263 Charlotte Avenue</td> </tr> <tr> <td>City:</td> <td colspan="3">Elkhart</td> </tr> <tr> <td>State/Country:</td> <td colspan="3">INDIANA</td> </tr> <tr> <td>Postal Code:</td> <td colspan="3">46517</td> </tr> <tr> <td>Entity Type:</td> <td colspan="3">CORPORATION: INDIANA</td> </tr> </table>				Name:	DEHCO, Inc.			Street Address:	58263 Charlotte Avenue			City:	Elkhart			State/Country:	INDIANA			Postal Code:	46517			Entity Type:	CORPORATION: INDIANA		
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PROPERTY NUMBERS Total: 2																											
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CORRESPONDENCE DATA																											
<p>Fax Number: 5742329789  <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: 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</p>																											
NAME OF SUBMITTER:	Christopher R. Putt																										
Signature:	/Christopher R. Putt/																										

OP \$65.00 1291032

Date:

07/11/2012

**Total Attachments: 6**

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**State of Indiana  
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

**DEHCO, INC.**

I, CHARLES P. WHITE, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

**CAST PRODUCTS CORPORATION**

a(n) For-Profit Domestic Corporation

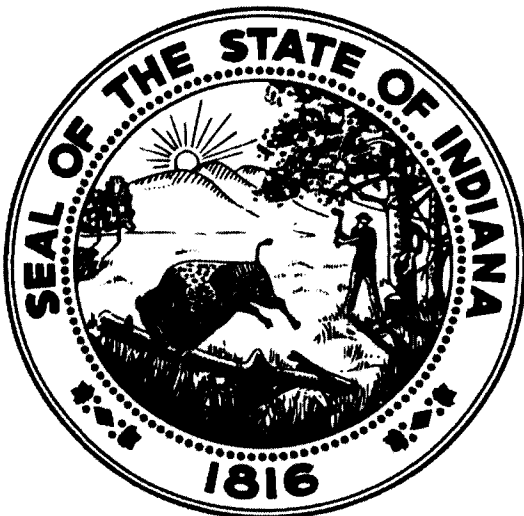
**TRISTAR DISTRIBUTING, INC.**

a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:

**DEHCO, INC.**

NOW, THEREFORE, with this document I certify that said transaction will become effective Saturday, December 31, 2011.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 16, 2011.

A handwritten signature in black ink that reads "Charles P. White".

CHARLES P. WHITE,  
SECRETARY OF STATE

1999091567 / 2011121657616

**TRADEMARK  
REEL: 004819 FRAME: 0087**



**ARTICLES OF MERGER**  
 State Form 39036 (R8 / 2-11)  
 Approved by State Board of Accounts, 1995

RECEIVED  
 CORPORATION DIVISION  
 11 DEC 16 10:40 AM '00

**CHARLES P. WHITE**  
 SECRETARY OF STATE  
 CORPORATIONS DIVISION  
 302 W. Washington Street, Room E018  
 Indianapolis, Indiana 46204  
 Telephone: (317) 232-6576

**INSTRUCTIONS:** Use 8 1/2" x 11" white paper for attachments.  
 Present original and one (1) 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 23-1-40-1 et. seq.  
**FILING FEE: \$90.00**

**ARTICLES OF MERGER / SHARE EXCHANGE**  
**OF**  
Cast Products Corporation and TriStar Distributing, Inc.  
*(hereinafter "the nonsurviving corporation(s)")*

**INTO**  
Dehco, Inc.  
*(hereinafter "the surviving corporation")*

**APPROVED  
 AND  
 FILED**  
*Charles P. White*  
 IND. SECRETARY OF STATE

**ARTICLE I - SURVIVING CORPORATION**

The name of the corporation surviving the merger is Dehco, Inc.  
 and such name  has  has not (*designate which*) been changed as a result of the merger.

a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on  
 (month, day, year) 09/24/1999.

b. The surviving corporation is a foreign corporation incorporated under the laws of the State of \_\_\_\_\_ and  
 qualified  not qualified (*designate which*) to do business in Indiana.  
 If the surviving corporation is qualified to do business in Indiana, state the date of qualification (month, day, year): \_\_\_\_\_  
 (If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".)

**ARTICLE II - NONSURVIVING CORPORATION (S)**

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

Name of Corporation <b>Cast Products Corporation</b>	
State of Domicile <b>Indiana</b>	Date of Incorporation or qualification in Indiana, if applicable (month, day, year) <b>01/04/1956</b>
Name of Corporation <b>TriStar Distributing, Inc.</b>	
State of Domicile <b>Indiana</b>	Date of Incorporation or qualification in Indiana, if applicable (month, day, year) <b>10/30/1995</b>
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day, year)

**ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE**

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

**ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 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.

Vote of shareholders (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 written 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 V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 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.

Vote of shareholders (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:

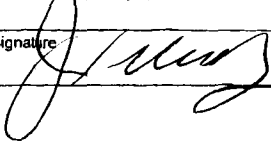
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- B. Vote of shareholders during a meeting called by the Board of Directors.

	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				

In Witness Whereof, the undersigned being the Chief Executive Officer of the surviving corporation  
Officer or Chairman of Board  
 executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true,

this 15 day of December, 2011.

Signature



Printed name

James T. Schwartz

## **PLAN AND AGREEMENT OF MERGER**

This is a Plan and Agreement of Merger between **DEHCO, INC.**, an Indiana corporation (the "Surviving Corporation"), and its subsidiaries **CAST PRODUCTS CORPORATION**, an Indiana corporation, and **TRISTAR DISTRIBUTING, INC.**, an Indiana corporation (the "Merging Corporations").

1. **Plan Adopted.** A Plan of Merger of the Merging Corporations 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 Corporations 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 Dehco, Inc.
3. **Assets and Liabilities.** When this Plan shall become effective, the separate existence of the Merging Corporations shall cease, and the Surviving Corporation shall succeed, without other transfer, to all the rights and property of the Merging Corporations and shall be subject to all the debts and liabilities of the Merging Corporations 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 corporation shall be preserved unimpaired. The Surviving Corporation will carry on business with the assets of the Merging Corporations, as well as with its own assets.
4. **Effective Date.** The Effective Date of the merger ("Effective Date") shall be December 31, 2011.
5. **Submission to the Directors.** Pursuant to I.C. 23-1-40-4, because this transaction is a parent company/subsidiary merger, shareholder approval is not required; therefore, this Plan

shall be submitted separately to the Directors of the constituent corporations in the manner provided by the laws of the state of Indiana for approval.

6. Manner and Basis of Converting Interests. All outstanding shares of **stock of the** Merging Corporations will be owned by the Surviving Corporation, and no additional shares shall be issued by the Merging Corporations after the Effective Date. All shares of stock of the Merging Corporations shall be deemed canceled, and the certificates, if any, representing all shares of the Merging Corporations 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.

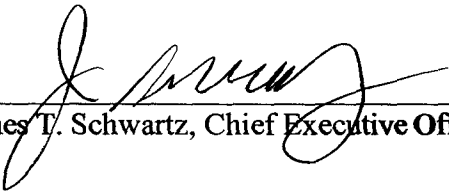
9. Entire Agreement. This instrument constitutes the entire agreement between the parties with respect to the transaction contemplated herein. It may be executed in any number of counterparts, each of which shall be deemed an original; but such counterparts together constitute only one in the same instrument.

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**

*Dehco, Inc.*

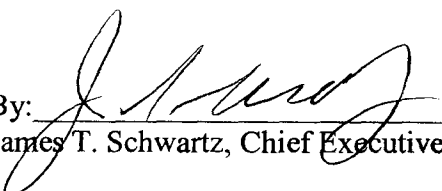
By:   
James T. Schwartz, Chief Executive Officer

**MERGING CORPORATIONS:**

*Cast Products Corporation*

By:   
James T. Schwartz, Chief Executive Officer

*TriStar Distributing, Inc.*

By:   
James T. Schwartz, Chief Executive Officer

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