

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Dissolution		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Arcs & Angles Holdings, Inc.		12/16/2010	CORPORATION: ILLINOIS
RECEIVING PARTY DATA			
Name:	Jerdon Products, LLC		
Street Address:	300 Knightsbridge Parkway		
Internal Address:	Suite 500		
City:	Lincolnshire		
State/Country:	ILLINOIS		
Postal Code:	60069		
Entity Type:	LIMITED LIABILITY COMPANY: ILLINOIS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3342333	THE ARC	
Registration Number:	3223914	THE ARC	
CORRESPONDENCE DATA			
Fax Number:	3146673633		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(314) 552-6299		
Email:	ipdocket@thompsoncoburn.com		
Correspondent Name:	Matthew J. Himich		
Address Line 1:	One US Bank Plaza		
Address Line 2:	Thompson Coburn LLP		
Address Line 4:	Saint Louis, MISSOURI 63101		
ATTORNEY DOCKET NUMBER:	53008-107367/108041		
NAME OF SUBMITTER:	Matthew J. Himich		

CH \$65.00 3342333

Signature:	/MJH/
Date:	11/16/2012
Total Attachments: 6 source=Transfer Arcs & Angles Holdings Inc to Jerdon Products LLC (dissolution)#page1.tif source=Transfer Arcs & Angles Holdings Inc to Jerdon Products LLC (dissolution)#page2.tif source=Transfer Arcs & Angles Holdings Inc to Jerdon Products LLC (dissolution)#page3.tif source=Transfer Arcs & Angles Holdings Inc to Jerdon Products LLC (dissolution)#page4.tif source=Transfer Arcs & Angles Holdings Inc to Jerdon Products LLC (dissolution)#page5.tif source=Transfer Arcs & Angles Holdings Inc to Jerdon Products LLC (dissolution)#page6.tif	



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 28, 2010

6612-776-1

SERVICE PARTNERS OF ILLINOIS, INC.
520 S 2ND ST #2130
SPRINGFIELD IL 62701

RE ARCS & ANGLES HOLDINGS, INC.

DEAR SIR OR MADAM:

IN ACCORDANCE WITH YOUR RECENT REQUEST, I AM ENCLOSING THE ARTICLES OF DISSOLUTION REGARDING THE ABOVE CORPORATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IN THIS STATE WAS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THE STATE OF ILLINOIS.

THE REQUIRED FILING FEE HAS BEEN RECEIVED AND PLACED TO THE CREDIT OF THE CORPORATION.

SINCERELY,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

FORM **BCA 12.20** (rev. Dec. 2003)
ARTICLES OF DISSOLUTION
 Business Corporation Act

Secretary of State
 Department of Business Services
 Springfield, IL 62756
 217-782-6961
 www.cyberdriveillinois.com

FILED

DEC 28 2010

JESSE WHITE
 SECRETARY OF STATE

Remit payment in the form of a check or money order payable to Secretary of State.

File # 0612-776-1 Filing Fee: \$5 Approved: lt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name: ARCS & ANGLES HOLDINGS, INC.
2. Post Office Address to which the Secretary of State may mail a copy of any process served upon it against the corporation:
300 KNIGHTSBRIDGE PARKWAY, SUITE 500, LINCOLNSHIRE, IL 60069

3. Dissolution of the Corporation was duly authorized on DECEMBER 28, 2010 in the manner indicated below:
 Month & Day Year

Mark an "X" in one box only.

- By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 12.05, the Corporation having issued no shares as of the authorization of the dissolution. (See Notes 1 and 2 on reverse.)
- By a written consent signed by all shareholders entitled to vote on dissolution, in accordance with Section 12.10, board of director action not being required. (See Note 3 on reverse.)
- By the shareholders, in accordance with Section 12.15, a resolution having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the dissolution. (See Note 3 on reverse.)
- By the shareholders, in accordance with Sections 12.15 and 7.10, a resolution having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (See Note 3 on reverse.)
4. a. List all issuances of shares not previously reported to the Secretary of State (including shares issued for cash or other property, share dividends, share splits, share exchanges pursuant to Section 11.10, and shares to effect an exchange or reclassification of issued shares), and give the value of the entire consideration received therefor, less expenses; list any amounts added or transferred to paid-in capital, without the issuance of shares. (See Note 4 on reverse.)

Date of Issuance or Contribution	Class	Par Value	Number of Shares Issued	Entire Consideration Received
N/A				\$ _____
				\$ _____
			TOTAL	\$ _____

(COMPLETE BOTH SIDES OF DOCUMENT)

b. List all cancellations of shares not previously reported to the Secretary of State and give the cost.

Date of Cancellation	Class	Number of Shares Cancelled	Cost
N/A			\$ _____
			\$ _____
		TOTAL	\$ _____

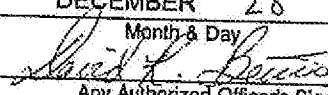
5. Issued shares at date of execution:

Class	Series	Par Value	Number of Shares
COMMON	N/A	\$0.00	1,000

6. Paid-in capital at date of execution:

Paid-in Capital \$ 2,000
 ("Paid-in Capital" replaces the terms "Stated Capital" and "Paid-in Surplus" and is equal to the total of these accounts.)

7. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated DECEMBER 28, 2010 ARCS & ANGLES HOLDINGS, INC.
Month & Day Year Exact Name of Corporation

Any Authorized Officer's Signature
DAVID BEINE, VICE PRESIDENT
Name and Title (type or print)

*If dissolution is authorized by the incorporators or by the board of directors, a majority of them must sign below, and type or print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated _____, _____, _____
Month & Day Year Exact Name of Corporation

NOTES

- Incorporators are authorized to dissolve a corporation **ONLY** before any shares have been issued **AND** before any directors have been named or elected. The signatures of a majority of the incorporators must appear on these Articles of Dissolution.
- Directors are authorized to dissolve a corporation **ONLY** before any shares have been issued. In the event there are no officers, the signature of a majority of the directors or such directors as many be designated by the board must appear on these Articles of Dissolution.
- All dissolutions not authorized by the incorporators or the directors must be authorized by the shareholders.
 - Shareholders may authorize dissolution by their unanimous written consent. This does not require any action of the board of directors and does not require a shareholders meeting.
 - Shareholder authorization may also be by vote at a shareholders meeting or by less than unanimous consent, in writing, without a meeting.
 - To be effective, the dissolution must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding shares entitled to vote on dissolution and, if class voting applies, then also at least two-thirds of the votes within each class.
 - If the Articles of Incorporation so provide, the two-thirds vote requirement may be superseded by any smaller or larger vote requirement, not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies.
 - When shareholder authorization is by less than unanimous written consent, all shareholders must be given notice of the proposed dissolution action at least five days before the consent is signed. Shareholders who have not signed the consent must be given prompt notice that dissolution was duly authorized.
- In the event of an increase in paid-in capital, all applicable franchise taxes, penalties and interest must be paid before this document can be accepted for filing.

WRITTEN CONSENT OF
THE BOARD OF DIRECTORS AND
SOLE SHAREHOLDER OF
ARCS & ANGLES HOLDINGS, INC.
(an Illinois corporation)

The undersigned, being the sole director and sole shareholder of ARCS & ANGLES HOLDINGS, INC., an Illinois corporation (the "Corporation"), do hereby consent to and adopt the following resolutions pursuant to the Illinois Business Corporation Act of 1983, in lieu of a special meeting to the directors and shareholders:

Assignment of Hookless Agreement

WHEREAS, the Corporation is a party to that certain Agreement, dated 31, 2004, by and among Arcs & Angles, Inc., a New York corporation ("A&A"), the Corporation and Hookless Systems of North America, Inc. ("HSNA"), as amended (the "Agreement");

WHEREAS, the Corporation has been granted the right by HSNA to assign the Agreement (the "Assignment") to Arcs & Angles, LLC, an Illinois limited liability company (the "LLC");

WHEREAS, in connection with the Assignment the undersigned have been presented with the form of Assignment and Assumption Agreement buy an between the Corporation and the LLC (the "Assignment and Assumption Agreement"); and

WHEREAS, the undersigned deem the Assignment to be in the best interests of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Assignment and Assumption Agreement and the transaction contemplated therein be, and hereby are, authorized and approved; and

FURTHER RESOLVED, that David R. Beine, as Vice President of the Corporation, be and he hereby is authorized and directed, in the name and on behalf of the Corporation, to do and perform all such acts and things to execute and deliver all such documents, instruments or certificates necessary to effectuate the Assignment, including but not limited to the Assignment and Assumption Agreement, substantially in the form presented to the undersigned, with such changes therein and modifications and amendments thereto as he may, in his sole discretion, approve, which approval shall be conclusive evidence by his execution thereof.

Merger

WHEREAS, the sole director recommend and the sole shareholder agrees that A&A be merged with and into the Corporation (the "Merger");

WHEREAS, the Corporation has been presented with the form of the Agreement and Plan of Merger, by and between the Corporation and A&A (the "Plan");

WHEREAS, in connection with the Plan the undersigned have been presented with the forms of all other documents and agreements deemed necessary to evidence the Merger (together with the Plan, the "Merger Documents"); and

WHEREAS, the undersigned deem the Merger to be in the best interests of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Merger Documents, and the transactions contemplated therein be, and hereby are, authorized and approved; and

FURTHER RESOLVED, that David R. Beine, as Vice President of the Corporation, be, and he hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and deliver the Merger Documents with such changes in terms and conditions as he shall, in his sole discretion, approve, the execution and delivery thereof by him, to be conclusive evidence of such approval, and to execute, deliver, file and record any and all documents necessary to carry out the purposes thereof.

Dissolution

RESOLVED, that the Corporation shall be dissolved in accordance with the Act; and

FURTHER RESOLVED, that David R. Beine, as Vice President of the Corporation be, and he hereby is, authorized, empowered, and directed, in the name and on behalf of the Corporation, to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the dissolution of the Corporation.

[Signature page follows.]

In witness whereof, these resolutions are executed by the sole director and the sole shareholder of the Corporation effective as of the date first written below. This consent may be executed by facsimile signature, in two or more counterparts, each of which will be an original, and which together form a single consent.

No further actions were taken on this date.

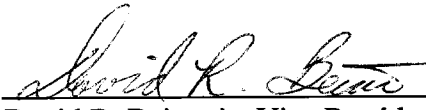
DATED: December 16, 2010.



Jeffrey C. Ackerberg

BEING THE SOLE DIRECTOR OF
ARCS & ANGLES HOLDINGS, INC.

JERDON PRODUCTS, LLC, an Illinois
limited liability company

By: 

David R. Beine, its Vice President

BEING THE SOLE SHAREHOLDER OF
ARCS & ANGLES HOLDINGS, INC.