

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
VICWEST CORPORATION		01/01/2013	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	VICWEST INC.
Street Address:	1296 South Service Road West
City:	Oakville, Ontario
State/Country:	CANADA
Postal Code:	L6L 3T7
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	2649216	VICWEST
Registration Number:	1280478	WESTEEL
Registration Number:	2649215	VICWEST
Registration Number:	2860954	CENTURION
Registration Number:	2564139	C-RING
Registration Number:	2892060	ZERO GROUND DISTURBANCE
Registration Number:	2942280	MAGNUM-G
Registration Number:	1327974	WESTEEL WIDE-CORR.
Registration Number:	3585312	EASYAER
Registration Number:	3704113	ROAD-VAULT
Registration Number:	3713900	WESTOR
Registration Number:	3724310	WESTOR
Registration Number:	4000144	EFP SERIES

OP \$665.00 2649216

Registration Number:	4047374	VN VICWEST
Registration Number:	3924509	AERWAVE
Registration Number:	3949725	WESTEEL AERWAVE
Registration Number:	4103938	TRIM EXPRESS
Serial Number:	77781800	THERMASHED
Serial Number:	85306580	MURALEX
Serial Number:	85628458	W
Serial Number:	85774125	SPEED PLATE
Serial Number:	85794597	SUMMERSIDE
Registration Number:	3401767	WESTEEL EASYCHECK
Registration Number:	3257076	EASYFLOW
Registration Number:	2649837	SEED-STOR
Registration Number:	2942279	MAGNUM-F

#### CORRESPONDENCE DATA

Fax Number: 4032657219

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Email: pinsentl@bennettjones.com

Correspondent Name: Lorraine Pinsent

Address Line 1: 4500, 855 2nd Street S.W.

Address Line 4: Calgary, CANADA T2P 4K7

ATTORNEY DOCKET NUMBER:

52399-65

#### DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

LORRAINE PINSENT

Signature:

/LORRAINE PINSENT/

Date:

01/15/2013

Total Attachments: 18

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4. The director(s) is/are:  
Administrateur(s) :

First name, middle names and surname <i>Prénom, autres prénoms et nom de famille</i>	Address for services, giving street & No. or R.R. No., Municipality, Province, Country and Postal code. <i>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal</i>	Resident Canadian State 'Yes' or 'No' <i>Résident canadien Oui/Non</i>
Philip Hampson	1296 South Service Road West, Oakville, Ontario, Canada L6L 5T7	Yes
Neil D. Manning	4780 Escarpment Road, Caledon, Ontario, Canada L7K 1E9	Yes

5. Method of amalgamation, check A or B  
 Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.  
 Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or  
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :

~~The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.~~

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of  
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

Vicwest Inc.

and are more particularly set out in these articles.  
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
Vicwest Inc.	2257072	2012	12	13
Vicwest Corporation/Corporation Vicwest	1720386	2012	12	13

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.  
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

There are no restrictions on business the Corporation may carry on or on powers the Corporation may exercise.

7. The classes and any maximum number of shares that the corporation is authorized to issue:  
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of shares of one class, designated as Common Shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

**Not applicable**



9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:  
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

Not applicable.

10. Other provisions, (if any):  
Autres dispositions, s'il y a lieu :

Except in the case of any class or series of shares of the Corporation listed and posted on a stock exchange, the Corporation shall have a lien on the shares registered in the name of a shareholder or their legal representative for a debt of that shareholder to the Corporation.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".  
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".  
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

VICWEST INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

KENT HARRIS

Chief Financial Officer

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

VICWEST CORPORATION/CORPORATION VICWEST

Names of Corporations / Dénomination sociale des sociétés

By / Par

KENT HARRIS

Chief Financial Officer and  
Executive Vice President

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

STATEMENT OF AN OFFICER  
OF  
VICWEST INC.  
VICWEST CORPORATION/CORPORATION VICWEST  
PURSUANT TO SECTION 178(2) OF  
THE *BUSINESS CORPORATIONS ACT* (ONTARIO)

I, Kent Harris, of the City of Oakville, in the Province of Ontario, state that:

1. ~~This Statement is made pursuant to Section 178(2) of the *Business Corporations Act* (Ontario).~~
2. I am the Chief Financial Officer of Vicwest Inc. and as such have knowledge of its affairs.
3. I am the Chief Financial Officer and Executive Vice President of Vicwest Corporation/Corporation Vicwest and as such have knowledge of its affairs.
4. The amalgamation of Vicwest Inc. and Vicwest Corporation/Corporation Vicwest (the "Amalgamating Corporations") has been approved.
5. There are reasonable grounds for believing that:
  - (a) each of the Amalgamating Corporations is, and the corporation resulting from the amalgamation of the Amalgamating Corporations (the "Amalgamated Corporation") will be, able to pay its liabilities as they become due;
  - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor will be prejudiced by the amalgamation.

DATED the 13 day of DECEMBER, 2012.

  
\_\_\_\_\_  
**Kent Harris**

Chief Financial Officer of Vicwest Inc.  
Chief Financial Officer and Executive Vice President of  
Vicwest Corporation/Corporation Vicwest

**SCHEDULE "B"**

**RESOLUTION OF THE DIRECTORS  
OF  
VICWEST INC.  
(the "Corporation")**

**RECITALS:**

- A. The Corporation is the holding corporation of a wholly owned subsidiary, Vicwest Corporation/Corporation Vicwest ("**Vicwest Corp.**").
- B. The Corporation has agreed to amalgamate with Vicwest Corp. pursuant to Section 177(1) of the *Business Corporations Act* (Ontario) (the "**Act**").

**NOW THEREFORE BE IT RESOLVED THAT:**

**Amalgamation**

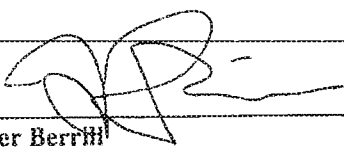
1. The amalgamation of the Corporation and Vicwest Corp. pursuant to Section 177(1) of the Act is hereby approved.
2. Upon the endorsement of a certificate of amalgamation pursuant to Section 178(4) of the Act, the shares of Vicwest Corp. shall be cancelled without any repayment of capital in respect thereof.
3. The by-laws of the amalgamated corporation (the "**Amalgamated Corporation**") shall be the same as the by-laws of the Corporation.
4. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of the Corporation, except as may be prescribed in the regulations of the Act.
5. The name of the Amalgamated Corporation shall be "Vicwest Inc."
6. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with such amalgamation.
7. Any one officer or any one director of the Corporation (each, an "**Authorized Officer**") is hereby authorized on behalf of the Corporation to execute and deliver all documents in the name and on behalf of the Corporation and under its corporate seal or otherwise, on such terms and conditions and in such form deemed necessary and/or desirable and approved by such Authorized Officer with such changes and modifications thereto as such Authorized Officer may in his or her discretion approve, including the execution and delivery to the Ministry of Government Services of articles of amalgamation for such purpose.

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8. Each Authorized Officer is hereby authorized and directed to take all such further actions, to execute and deliver such further agreements, instruments and documents in writing and to do all such other acts and things as in his or her opinion may be necessary and/or desirable in the name and on behalf of the Corporation and under its corporate seal or otherwise to give effect to the foregoing resolutions, which opinion shall be conclusively evidenced by the taking of such further actions, the execution and delivery of such further ~~agreements, instruments and documents and the doing of such other acts and things.~~
- 
9. These written resolutions may be executed in one or more counterparts (whether by facsimile or email (PDF) signature or otherwise), each of which shall be deemed an original and all of which, taken together, shall constitute one and the same instrument.
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*[Remainder of Page Intentionally Left Blank.]*

The undersigned, being all of the directors of the Corporation, sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED as of the 13 day of December, 2012.

  
\_\_\_\_\_  
Fraser Berrill  
\_\_\_\_\_  
Philip Hampson  
\_\_\_\_\_  
Wayne Mang  
\_\_\_\_\_  
Neil D. Manning  
\_\_\_\_\_  
Colin Osborne

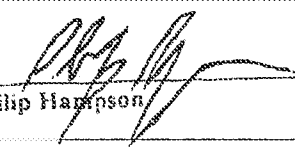
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*Resolution of the Directors of Viewest Inc. - Amalgamation*

The undersigned, being all of the directors of the Corporation, sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED as of the 13 day of December, 2012.

\_\_\_\_\_  
Fraser Berrill

  
\_\_\_\_\_  
Philip Hampson

\_\_\_\_\_  
Wayne Mang

\_\_\_\_\_  
Neil D. Manning

\_\_\_\_\_  
Colin Osborne

0004471

*Revised in accordance with the Regulations of the Registrar*

The undersigned, being all of the directors of the Corporation, sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED as of the 13 day of December, 2012.

\_\_\_\_\_  
Fraser Berrill

\_\_\_\_\_  
Philip Hampson

  
\_\_\_\_\_  
Wayne Mang

\_\_\_\_\_  
Neil D. Manning

\_\_\_\_\_  
Colin Osborne

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*Resolution of the Directors of The West Inc. - Amalgamation*



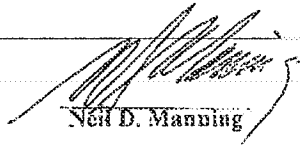
The undersigned, being all of the directors of the Corporation, sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED as of the **13** day of December, 2012.

Fraser Berrill

Philip Hampson

Wayne Mang



Neil D. Manning

Colin Osborne

The undersigned, being all of the directors of the Corporation, sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (Ontario).


DATED as of the 13 day of DECEMBER, 2012.

\_\_\_\_\_  
Fraser Berrill

\_\_\_\_\_  
Philip Hampson

\_\_\_\_\_  
Wayne Mang

\_\_\_\_\_  
Neil D. Manning

  
\_\_\_\_\_  
Colin Osborne

*Resolution of the Directors of [Company Name]*

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**SCHEDULE "B"**

**RESOLUTION OF THE DIRECTORS  
OF  
VICWEST CORPORATION/CORPORATION VICWEST  
(the "Corporation")**

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**RECITALS:**

- A. The Corporation is a wholly owned subsidiary of Vicwest Inc. ("**Holdco**").
- B. The Corporation has agreed to amalgamate with Holdco pursuant to Section 177(1) of the *Business Corporations Act* (Ontario) (the "**Act**").

**NOW THEREFORE BE IT RESOLVED THAT:**

**Amalgamation**

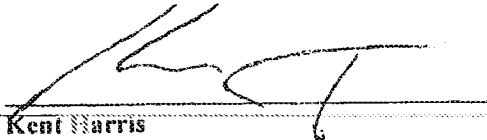
1. The amalgamation of the Corporation and Holdco pursuant to Section 177(1) of the Act is hereby approved.
2. Upon the endorsement of a certificate of amalgamation pursuant to Section 178(4) of the Act, the shares of the Corporation shall be cancelled without any repayment of capital in respect thereof.
3. The by-laws of the amalgamated corporation (the "**Amalgamated Corporation**") shall be the same as the by-laws of Holdco.
4. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of Holdco, except as may be prescribed in the regulations of the Act.
5. The name of the Amalgamated Corporation shall be "Vicwest Inc."
6. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with such amalgamation.
7. Any one officer or any one director of the Corporation (each, an "**Authorized Officer**") is hereby authorized on behalf of the Corporation to execute and deliver all documents in the name and on behalf of the Corporation and under its corporate seal or otherwise, on such terms and conditions and in such form deemed necessary and/or desirable and approved by such Authorized Officer with such changes and modifications thereto as such Authorized Officer may in his or her discretion approve, including the execution and delivery to the Ministry of Government Services of articles of amalgamation for such purpose.

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8. Each Authorized Officer is hereby authorized and directed to take all such further actions, to execute and deliver such further agreements, instruments and documents in writing and to do all such other acts and things as in his or her opinion may be necessary and/or desirable in the name and on behalf of the Corporation and under its corporate seal or otherwise to give effect to the foregoing resolutions, which opinion shall be conclusively evidenced by the taking of such further actions, the execution and delivery of such further agreements, instruments and documents and the doing of such other acts and things.
- 
9. These written resolutions may be executed in one or more counterparts (whether by facsimile or email (PDF) signature or otherwise), each of which shall be deemed an original and all of which, taken together, shall constitute one and the same instrument.
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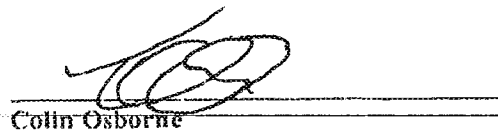
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The undersigned, being all of the directors of the Corporation, sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED as of the 13 day of DECEMBER, 2012.



Kent Harris



Colin Osborne

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*Resolution of the Director of Vices Corporation Amalgamation*