

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Union Special Corporation		10/15/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Union Special LLC
Street Address:	One Union Special Plaza
City:	Huntley
State/Country:	ILLINOIS
Postal Code:	60142
Entity Type:	LIMITED LIABILITY COMPANY: ILLINOIS

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	0713110	SU
Registration Number:	0304292	THE NEEDLE'S EYE
Registration Number:	0382015	THE NEEDLE'S EYE
Registration Number:	3438688	UNION SPECIAL
Registration Number:	1138686	UNION SPECIAL
Registration Number:	0825274	UNION SPECIAL

CORRESPONDENCE DATA

Fax Number: 8476694425
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 847-669-4512
 Email: mtravis@unionspecial.com
 Correspondent Name: Margaret M Travis
 Address Line 1: One Union Special Plaza
 Address Line 4: Huntley, ILLINOIS 60102

CH \$165.00 0713110

NAME OF SUBMITTER:	Margaret M Travis
Signature:	/margaret m travis/
Date:	05/15/2013
Total Attachments: 10 source=USC.USLLC#page1.tif source=USC.USLLC#page2.tif source=USC.USLLC#page3.tif source=USC.USLLC#page4.tif source=USC.USLLC#page5.tif source=USC.USLLC#page6.tif source=USC.USLLC#page7.tif source=USC.USLLC#page8.tif source=USC.USLLC#page9.tif source=USC.USLLC#page10.tif	

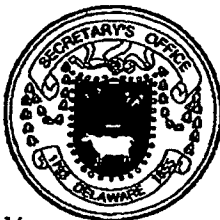
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "UNION SPECIAL CORPORATION", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF SEPTEMBER, A.D. 2008, AT 3:10 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2154660 8100

080946555

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6854234

DATE: 09-16-08

TRADEMARK

REEL: 005028 FRAME: 0158

**STATE OF DELAWARE
CERTIFICATE OF DISSOLUTION**

*State of Delaware
Secretary of State
Division of Corporations
Delivered 03:10 PM 09/11/2008
FILED 03:10 PM 09/11/2008
SRV 080946555 - 2154660 FILE*

The corporation organized and existing under the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY AS FOLLOWS:

The dissolution of said UNION SPECIAL CORPORATION has been duly authorized by all of the stockholders of the Corporation entitled to vote on a dissolution in accordance with subsection 9c) of Section 275 of the General Corporation Law of the State of Delaware.

The date the dissolution was authorized is September 11, 2008.

The following is a list of the names and addresses of the directors of said corporation:

NAME	ADDRESS
Terence A. Hitpas	One Union Special Plaza Huntley, Illinois 60142
Thomas E. Bartel	One Union Special Plaza Huntley, Illinois 60142
Lance T. Lamb	One Union Special Plaza Huntley, Illinois 60142
Michael J. Frericks	One Union Special Plaza Huntley, Illinois 60142

The following is a list of the names and addresses of the officers of said corporation:

NAME	OFFICE	ADDRESS
Terence A. Hitpas	President	One Union Special Plaza Huntley, Illinois 60142
Thomas E. Bartel	Vice President Manufacturing	One Union Special Plaza Huntley, Illinois 60142
Lance T. Lamb	Vice President Operations	One Union Special Plaza Huntley, Illinois 60142

Michael J. Frericks

**Vice President One Union Special Plaza
Finance/Secretary Huntley, Illinois 60142**

Margaret Travis

**Assistant Secretary One Union Special Plaza
Huntley, Illinois 60142**

UNION SPECIAL CORPORATION

By: *Terence A. Hitpas*

Name: Terence A. Hitpas, President

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TOTAL P.03

Form **LLC-5.5**

April 2007

Secretary of State Jesse White
Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62756
217-524-8008
www.cyberdriveillinois.com

Payment must be made by certified check,
cashier's check, Illinois attorney's check,
C.P.A.'s check or money order payable to
Secretary of State.

Illinois
Limited Liability Company Act
Articles of Organization



LL0007320

This space for use by Secretary of State.

Filing Fee: \$500

Approved: LB

FILE # 0246 863 8

This space for use by Secretary of State.

FILED

2/26/2008

JESSE WHITE

SECRETARY OF STATE

1. Limited Liability Company Name: Union Special USA, LLC

The LLC name must contain the words Limited Liability Company, L.L.C. or LLC and cannot contain the terms Corporation, Corp., Incorporated, Inc., Ltd., Co., Limited Partnership or L.P.

2. Address of Principal Place of Business where records of the company will be kept: (P.O. Box alone or c/o is unacceptable.)

One Union Special Plaza, Huntley, IL 60142

3. Articles of Organization effective on: (check one)

the filing date

a later date (not to exceed 60 days after the filing date):

Month, Day, Year

4. Registered Agent's Name and Registered Office Address:

Registered Agent: James M. Coonan

First Name

Middle Initial

Last Name

Registered Office: 203 North LaSalle Street

(P.O. Box alone or
c/o is unacceptable.)

Number

Street

2500

Suite #

Chicago

60601

Cook

City

ZIP Code

County

5. Purpose(s) for which the Limited Liability Company is organized: (If more space is needed, attach additional sheets of this size.)

"The transaction of any or all lawful business for which Limited Liability Companies may be organized under this Act."

6. Latest date, if any, upon which the company is to dissolve:

(Leave blank if duration is perpetual.)

Month, Day, Year

LLC-5.5

7. (OPTIONAL) Other provisions for the regulation of the internal affairs of the Company: (If more space is needed, attach additional sheets of this size.)

8. The Limited Liability Company: (Check either a or b below.)

a. is managed by the manager(s) (List names and business addresses.)

Terence A. Hitpas
One Union Special Plaza
Huntley, IL 60142

Lance T. Lamb
One Union Special Plaza
Huntley, IL 60142

Thomas E. Bartel
One Union Special Plaza
Huntley, IL 60142

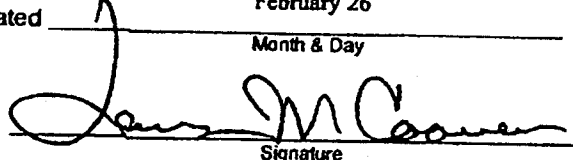
Michael J. Frericks
One Union Special Plaza
Huntley, IL 60142

b. has management vested in the member(s) (List names and addresses.)

9. Name and Address of Organizer(s)

I affirm, under penalties of perjury, having authority to sign hereto, that these Articles of Organization are to the best of my knowledge and belief, true, correct and complete.

Dated February 26, 2008
Month & Day Year

1. 
Signature
James M. Coonan
Name (type or print)
Organizer
Name if a Corporation or other Entity, and Title of Signer

1. 203 North LaSalle Street, Suite 2500
Number Street
Chicago
City/Town
Illinois 60601
State ZIP Code

2. _____
Signature

Name (type or print)

Name if a Corporation or other Entity, and Title of Signer

2. _____
Number Street

City/Town

State ZIP Code

Signatures must be in black ink on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.

Form **LLC-5.25**

April 2007

Secretary of State Jesse White
Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62756
217-524-8008
www.cyberdriveillinois.com


Payment may be made by business
firm check payable to Secretary of
State. If check is returned for any
reason this filing will be void.

Illinois
Limited Liability Company Act
Articles of Amendment

SUBMIT IN DUPLICATE
Must be typewritten.

This space for use by Secretary of State.

Filing Fee: \$150

Approved: 

COPY

FILE # 02468638

This space for use by Secretary of State.

FILED

SEP 29 2008

JESSE WHITE
SECRETARY OF STATE

1. Limited Liability Company Name: UNION SPECIAL USA, LLC

2. Articles of Amendment effective on:

the file date

a later date (not to exceed 30 days after the file date)

Month, Day, Year

3. Articles of Organization are amended as follows (check applicable item(s) below):

- a) Admission of a new member (give name and address below)*
- b) Admission of a new manager (give name and address below)*
- c) Withdrawal of a member (give name below)*
- d) Withdrawal of a manager (give name below)*
- e) Change in address of the office at which the records required by Section 1-40 of the Act are kept (give new address, including county below)
- f) Change of registered agent and/or registered agent's office (give new name and address, including county below) (Address change of P.O. Box alone or c/o is unacceptable.)
- g) Change in the Limited Liability Company's name (give new name below)
- h) Change in date of dissolution or other events of dissolution enumerated in Item 6 of the Articles of Organization
- i) Other (give information in space below)

* Changes in members/managers may, but are not required to, be reported in an amendment to the Articles of Organization.

Additional information:

UNION SPECIAL, LLC

(continued on back)

LLC-5.25

4. This amendment was approved in accordance with Section 5-25 of the Illinois Limited Liability Company Act, and, if adopted by the managers, was approved by not less than the minimum number of managers necessary to approve the amendment, member action not being required; or, if adopted by the members, was approved by not less than the minimum number of members necessary to approve the amendment.

5. I affirm, under penalties of perjury, having authority to sign hereto, that these Articles of Amendment are to the best of my knowledge and belief, true, correct and complete.

Dated SEPTEMBER 24, 2008
Month & Day Year

Terence A. Hitpas
Signature (Must comply with Section 5-45 of ILLCA.)

Terence A. Hitpas, Manager
Name and Title (type or print)

If the member or manager signing this document is a company or other entity, state Name of Company and indicate whether it is a member or manager of the Limited Liability Company.

TRANSFER AGREEMENT

THIS TRANSFER AGREEMENT (the "Agreement") is entered into as of October 15, 2008 between Union Special Corporation, a Delaware corporation (the "Corporation"), and Union Special, LLC, an Illinois limited liability company ("Shareholder"). The Corporation and Shareholder each maintain their headquarters at One Union Special Plaza, Huntley, Illinois 60142.

WHEREAS, Shareholder is the owner of 100% of the issued and outstanding shares of capital stock of the Corporation; and

WHEREAS, the Corporation has filed a Certificate of Dissolution with the Delaware Secretary of State; and

WHEREAS, pursuant to the Corporation's dissolution, the assets of the Corporation will be transferred to Shareholder and Shareholder will assume designated liabilities, and the parties wish to document such transfer and assumption pursuant to this Agreement.

NOW, THEREFORE, the parties agree as follows:

1. **Transfer of Assets.** Effective as of 12:01 a.m. on January 1, 2009 (the "Effective Date") the Corporation hereby transfers and assigns to Shareholder, and Shareholder hereby accepts from the Corporation, all of the assets and properties of the Corporation including, without limitation, cash; accounts receivable; inventories; prepaid expenses; other current assets; property and equipment; the Corporation's rights under contracts, agreements, permits, licenses, leases, purchase orders, sales orders or other commitments (the "Contracts"); know-how or other intellectual property rights; and all files and records of the Corporation.

2. **Assumption of Liabilities.** As of the Effective Date, Shareholder assumes and agrees to discharge the following liabilities of the Corporation: (a) those obligations of the Corporation reflected in the line items Accounts Payable and Customer Advances on the December 31, 2008 balance sheet of the Corporation; (b) those obligations of the Corporation reflected in the line item Accrued Liabilities on the December 31, 2008 balance sheet of the Corporation; and (c) liabilities and obligations under the Contracts assigned to Shareholder pursuant to this Agreement. Shareholder does not assume and expressly disclaims the assumption of any other liabilities, known or unknown, including without limitation any obligations for taxes payable or deferred pension or post-retirement liabilities.

3. **Consideration.** The transaction provided for in this Agreement is a liquidating distribution by the Corporation to the holder of the common stock of the Corporation. There is no separate consideration for the transfer of assets or assumption of liabilities.

4. **Transfer and Assignment Documents.** This Agreement is intended by its terms to serve as a bill of sale and document of conveyance, assignment and assumption. Therefore, separate bills of sale or assignments shall not be issued unless required or requested by a third party. If such documents are required or requested, the Corporation shall deliver to Shareholder appropriate documents to transfer or assign any individual asset or liability. Notwithstanding the delivery of any document of transfer or assignment subsequent to the Effective Date, any such transfer or assignment shall be effective as of the Effective Date.

5. **Conduct of Business.** The parties have selected the Effective Date for this transfer in order to effectuate a smooth transition of ownership and employment as of the end of the Corporation's fiscal year. Prior to the Effective Date, the Corporation shall conduct its operations in its customary fashion and shall not engage in any material transactions outside of the ordinary course of business.

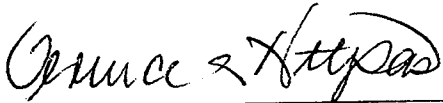
6. **Employees.** As of the Effective Date, Shareholder shall employ all persons who are employees of the Corporation at their current positions and salary.

7. **Retirement Plan.** After the Effective Date, the parties shall cooperate so as to cause Shareholder to become the successor employer under the Union Special Corporation Employee Retirement Savings and Profit Sharing Plan.

8. **Post-Closing Cooperation.** After the Effective Date, without further consideration, the Corporation and Shareholder shall execute and deliver such instruments and documents as any party shall reasonably request in order to consummate the transactions contemplated by this Agreement.

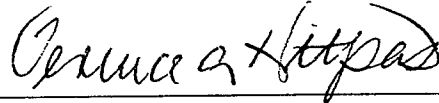
IN WITNESS WHEREOF, the parties have executed this Transfer Agreement as of the date and year first above written.

UNION SPECIAL CORPORATION



Terence A. Hitpas, President

UNION SPECIAL, LLC



Terence A. Hitpas, President