

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lexington Precision Corporation		08/21/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Q HOLDING COMPANY
Street Address:	1700 Highland Road
City:	Twinsburg
State/Country:	OHIO
Postal Code:	44087
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	85713046	QUADRA
Serial Number:	85713030	QSR
Serial Number:	85713049	QUADRA
Serial Number:	85713058	WHEN PRECISION MATTERS
Serial Number:	85713057	QSR
Serial Number:	85713053	QURE MEDICAL
Serial Number:	85713034	Q QURE · MEDICAL
Serial Number:	77132880	LEXINGTON

CORRESPONDENCE DATA

Fax Number: 2033450561
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 203-258-6675
 Email: lisamoyles@moylesandtremblaylaw.com
 Correspondent Name: Lisa J. Moyles

OP \$215.00 85713046

Address Line 1: 970 Beaver Dam Rd.
Address Line 4: Stratford, CONNECTICUT 06614

ATTORNEY DOCKET NUMBER:	NAME CHANGE/Q HOLDINGS
NAME OF SUBMITTER:	Lisa J. Moyles
Signature:	/Lisa J. Moyles/
Date:	09/18/2013

Total Attachments: 6

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OR A MERGER WITH A RESTATED CERTIFICATE ATTACHED OF "Q HOLDING COMPANY" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, FILED THE TWENTY-NINTH DAY OF JUNE, A.D. 2012, AT 11:50 O'CLOCK A.M.


CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "LEXINGTON PRECISION CORPORATION" TO "Q HOLDING COMPANY", FILED THE TWENTY-FIRST DAY OF AUGUST, A.D. 2013, AT 12:10 O'CLOCK P.M.

0640314 8100X

131045645



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0704985

DATE: 09-03-13

TRADEMARK
REEL: 005113 FRAME: 0985

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
LEXINGTON PRECISION CORPORATION
A STOCK CORPORATION

Lexington Precision Corporation (the "*Corporation*"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law ("*DGCL*"), whose original certificate of incorporation was filed with the Secretary of State of Delaware on April 25, 1966 (the "*Original Certificate*"),

HEREBY CERTIFIES AS FOLLOWS:

1. The name of the Corporation is Lexington Precision Corporation, and that the Corporation was originally incorporated pursuant to the DGCL on April 25, 1966 under the name Blasius Industries, Inc., which name was changed to Lexington Precision Corporation pursuant to a filing with the Secretary of State of the State of Delaware dated January 13, 1989.

2. The Original Certificate was amended and restated in its entirety pursuant to a filing with the Secretary of State of the State of Delaware dated July 30, 2010 (the "*Existing Certificate*").

3. This Amended and Restated Certificate of Incorporation was duly proposed by the Corporation's directors and adopted by the Corporation's sole stockholder in accordance with the provisions of Sections 242 and 245 of the DGCL.

3. The Existing Certificate is hereby amended and restated to read in its entirety as follows:

FIRST: The name of the corporation (the "*Corporation*") is:

Lexington Precision Corporation

SECOND: The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the DGCL.

FOURTH: The total number of shares that the Corporation has authority to issue is 100 shares of Common Stock, par value of \$.01 per share.

FIFTH: Elections of directors need not be by written ballot except and to the extent provided in the bylaws of the Corporation.

SIXTH: To the full extent permitted by the DGCL or any other applicable laws presently or hereafter in effect, no director of the Corporation will be personally liable to the Corporation or its stockholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation. Any repeal or modification of this Article Sixth will not adversely affect any right or protection of a director of the Corporation existing immediately prior to such repeal or modification.

SEVENTH: Each person who is or was or had agreed to become a director or officer of the Corporation, or each such person who is or was serving or who had agreed to serve at the request of the Board of Directors or an officer of the Corporation as an employee or agent of the Corporation or as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including the heirs, executors, administrators or estate of such person), shall be indemnified by the Corporation to the full extent permitted by the DGCL or any other applicable laws as presently or hereafter in effect. Without limiting the generality or the effect of the foregoing, the Corporation may enter into one or more agreements with any person which provide for indemnification greater or different than that provided in this Article Seventh. Any repeal or modification of this Article Seventh shall not adversely affect any right or protection existing hereunder immediately prior to such repeal or modification.

EIGHTH: In furtherance and not in limitation of the rights, powers, privileges, and discretionary authority granted or conferred by the DGCL or other statutes or laws of the State of Delaware, the Board of Directors is expressly authorized to make, alter, amend or repeal the bylaws of the Corporation, without any action on the part of the stockholders, but the stockholders may make additional bylaws and may alter, amend or repeal any bylaw whether adopted by them or otherwise. The Corporation may in its bylaws confer powers upon the Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon the Board of Directors by applicable law.

NINTH: The Corporation reserves the right at any time and from time to time to amend, alter, change or repeal any provision contained in this Amended and Restated Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed herein or by applicable law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Amended and Restated Certificate of Incorporation in its present form or as hereafter amended are granted subject to this reservation.

TENTH: No stockholder shall have the preemptive right to subscribe to any or all additional issues of stock of the Corporation except as provided for in any stockholders agreement which may be in effect from time to time among the stockholders, as such agreement may be amended, restated or otherwise modified from time to time.

This Amended and Restated Certificate of Incorporation has been duly adopted by the Corporation's sole stockholder in accordance with the provisions of Sections 242 and 245 of the DGCL.

IN WITNESS WHEREOF, the undersigned has caused this Amended and Restated Certificate of Incorporation to be signed by its duly authorized officer this 28th day of June 2012.

**LEXINGTON PRECISION
CORPORATION**

By: _____



Name: Dennis Welhouse

Title: Senior Vice President

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
LEXINGTON PRECISION CORPORATION

I, the undersigned, for the purpose of amending the Amended and Restated Certificate of Incorporation of Lexington Precision Corporation, a Delaware corporation (the "*Corporation*"), originally incorporated on April 25, 1966, do hereby certify as follows:

FIRST: That the Board of Directors of the Corporation, by the unanimous written consent of its members, adopted a resolution proposing and declaring advisable the following amendment to the Amended and Restated Certificate of Incorporation of the Corporation:

RESOLVED, that Article FIRST of the Amended and Restated Certificate of Incorporation of the Corporation be amended and restated as follows:

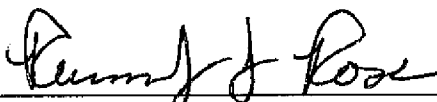
FIRST: The name of the corporation (the "*Corporation*")
is:

Q Holding Company

SECOND: That the aforesaid amendment has been duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this Certificate of Amendment to the Amended and Restated Certificate of Incorporation has been signed under the seal of the Corporation this 8th day of July, 2013.

LEXINGTON PRECISION CORPORATION

By: 
Name: Randal Ross
Title: President and CEO