

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/30/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Alphair Ventilating Systems, Inc.		09/30/2013	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	Howden Alphair Ventilating Systems Inc.
Street Address:	333 Bay Street
Internal Address:	Suite 2400
City:	Toronto
State/Country:	CANADA
Postal Code:	M5H 2T6
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	85671799	ALPHAIR
Registration Number:	2503394	JETSTREAM

CORRESPONDENCE DATA

Fax Number: 4122025017
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 724-933-9338
 Email: bjackson@kdfirm.com
 Correspondent Name: Daniel N. Daisak
 Address Line 1: 3120 Princeton Pike, Suite 303
 Address Line 2: Kacvinsky Daisak PLLC
 Address Line 4: Lawrenceville, NEW JERSEY 08648

ATTORNEY DOCKET NUMBER:	1800CH3430
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OP \$65.00 85671799

DOMESTIC REPRESENTATIVE

Name: Elise Tenen-Aoki
Address Line 1: 3120 Princeton Pike, Suite 303
Address Line 2: Kacvinsky Daisak
Address Line 4: Lawrenceville,, NEW JERSEY 08648

NAME OF SUBMITTER:	Daniel N. Daisak, Reg. No. 39160
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Signature:	/DND39160/
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Date:	11/04/2013
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Total Attachments: 6
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2013-09-30

Corporations Canada
9th floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Corporations Canada
9e étage, Tour Jean-Edmonds sud
365, avenue Laurier ouest
Ottawa (Ontario) K1A 0C8

Corporation Number: **855197-9**
Numéro de société :

Request Received: **2013-09-30**
Date de réception de la demande :

Request ID: **6256045**
Numéro de la demande :

Your Reference:
Votre référence :

Please find enclosed the **Certificate of Amalgamation** issued under the *Canada Business Corporations Act (CBCA)* and related documents for **Howden Alphair Ventilating Systems Inc.** Please ensure that these documents are kept with the corporate records.

The issuance of this certificate will be listed in Corporations Canada's online Monthly Transactions report. You can access the report on the Corporations Canada website.

Please ensure that the corporation is aware of its ongoing reporting obligations by referring to the pamphlet, *Keeping Your Corporation in Good Standing* (enclosed or available on our website).

Also enclosed is additional information about protecting a corporate name.

If you require additional information, please contact Corporations Canada.

Vous trouverez ci-joint le **certificat de fusion** ainsi que les documents connexes émis en vertu de la *Loi canadienne sur les sociétés par actions (LCSA)* relativement à **Howden Alphair Ventilating Systems Inc.** Veuillez vous assurer de les conserver avec les livres de la société.

L'émission de ce certificat sera rapportée dans notre prochain rapport mensuel de transactions. Vous pouvez consulter le rapport dans le site Web de Corporations Canada.

Veillez vous assurer que la société est informée de ses obligations de déclaration. Vous pouvez consulter la brochure *Maintenir votre société en conformité*, ci-jointe ou disponible en ligne, pour connaître les obligations de déclaration de la société.

De plus vous trouverez ci-joint de l'information concernant la protection de la dénomination sociale.

Si vous avez besoin de plus d'information, veuillez communiquer avec Corporations Canada.



2013-09-30

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Corporation Information Sheet

Canada Business Corporations Act (CBCA)

Fiche de renseignements concernant la société

Loi canadienne sur les sociétés par actions (LCSA)

Howden Alphair Ventilating Systems Inc.

Corporation Number	855197-9	Numéro de société
Corporation Key Required for changes of address or directors online	32949395	Clé de société Requise pour mettre à jour en ligne l'adresse du siège social ou l'information concernant les administrateurs
Anniversary Date Required to file annual return	09-30 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2014	09-30 to/au 11-29 (mm-dd/mm-jj)	Période pour déposer le rapport annuel Débutant en 2014

Reporting Obligations

A corporation can be dissolved if it defaults in filing a document required by the CBCA. To understand the corporation's reporting obligations, consult *Keeping Your Corporation in Good Standing* (enclosed or available on our website).

Corporate Name

Where a name has been approved, be aware that the corporation assumes full responsibility for any risk of confusion with existing business names and trademarks (including those set out in the NUANS® search report). The corporation may be required to change its name in the event that representations are made to Corporations Canada and it is established that confusion is likely to occur. Also note that any name granted is subject to the laws of the jurisdiction where the corporation carries on business. For additional information, consult **Protecting Your Corporate Name** (enclosed or available on our website).

Obligations de déclaration

Une société peut être dissoute si elle omet de déposer un document requis par la LCSA. Pour connaître les obligations de déclaration de la société veuillez consulter *Maintenir votre société en conformité*, ci-jointe ou disponible dans notre site Web.

Dénomination sociale

En dépit du fait que Corporations Canada ait approuvé la dénomination sociale, il faut savoir que la société assume toute responsabilité de risque de confusion avec toutes dénominations commerciales, marques de commerce existantes (y compris celles qui sont citées dans le rapport de recherche NUANS[®]). La société devra peut-être changer sa dénomination advenant le cas où des représentations soient faites auprès de Corporations Canada établissant qu'il existe une probabilité de confusion. Il faut aussi noter que toute dénomination octroyée est assujettie aux lois de l'autorité législative où la société mène ses activités. Pour obtenir de l'information supplémentaire, veuillez consulter le document **Protection de la dénomination sociale** ci-joint ou disponible dans notre site Web.



Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

Howden Alphair Ventilating Systems Inc.

Corporate name / Dénomination sociale

855197-9

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Marcie Girouard

Director / Directeur

2013-09-30

Date of Amalgamation (YYYY-MM-DD)
Date de fusion (AAAA-MM-JJ)

**Canada Business Corporations Act (CBCA)
FORM 9
ARTICLES OF AMALGAMATION
(Section 185)**

1 - Corporate name of the amalgamated corporation
Howden Alphair Ventilating Systems Inc.

2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)
Ontario

3 - The classes and any maximum number of shares that the corporation is authorized to issue
An unlimited number of common shares.

4 - Restrictions, if any, on share transfers
Shares of the Corporation may not be transferred unless the restrictions on the transfer of securities of the Corporation contained in section 7 of these Articles (entitled "Other provisions, if any") are complied with.

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)
Minimum number Maximum number


6 - Restrictions, if any, on the business the corporation may carry on
None.

7 - Other provisions, if any
See attached Schedule "A".

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

<input type="radio"/> 183 - Long form : approved by special resolution of shareholders	<input checked="" type="radio"/> 184(1) - Vertical short-form : approved by resolution of directors	<input type="radio"/> 184(2) - Horizontal short-form : approved by resolution of directors
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9 - Declaration
I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the amalgamating corporations	Corporation number	Signature
8639884 Canada Inc.	8639884	
Alphair Ventilating Systems Inc.	4494334	

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or to both.(subsection 250(1) of the CBCA).

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TRADEMARK

ARTICLES OF AMALGAMATION OF
HOWDEN ALPHAIR VENTILATING SYSTEMS INC.

SCHEDULE "A"

7. Other provisions, if any:

7.1 Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless:

- (a) (i) the consent of the directors of the Corporation is obtained; or (ii) the consent of shareholders holding more than 50% of the shares entitled to vote at such time is obtained; or
- (b) in the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer are complied with.

The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, or by an instrument or instruments in writing signed by a majority of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

7.2 The directors of the Corporation may appoint one or more directors of the Corporation but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders of the Corporation. Any directors of the Corporation appointed pursuant to the previous sentence shall hold office for a term expiring not later than the close of the next annual meeting of shareholders.

Canada Business Corporations Act (CBCA)

FORM 2

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS
(Sections 19 and 106)

To be filed with Articles of Incorporation, Amalgamation or Continuance

1 - Corporate name
Howden Alphair Ventilating Systems Inc.


2 - Address of registered office (must be a street address, a P.O. Box is not acceptable)
Number and street name : 333 Bay Street, Suite 2400
City : Toronto Province / Territory : Ontario Postal Code : M5H 2T6

3 - Additional address
Care of : N/A
Number and street name :
City : Province / Territory : Postal Code :

4 - Members of the board of directors

FIRST AND LAST NAME	ADDRESS (must be a street address, a P.O. Box is not acceptable)	CANADIAN RESIDENT (Yes/No)
Daniel Alexis Pryor	1221 Sherwin Rd., Winnipeg, Manitoba, Canada R3H 0V3	No
Charles Scott Brannan	1221 Sherwin Rd., Winnipeg, Manitoba, Canada R3H 0V3	No
Anne Lynne Puckett	1221 Sherwin Rd., Winnipeg, Manitoba, Canada R3H 0V3	No
Julie Hayley	1221 Sherwin Rd., Winnipeg, Manitoba, Canada R3H 0V3	Yes

5 - Declaration
I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing into or amalgamating under the CBCA.

Signature: 
Print name: Daniel A. Pryor Telephone number: 301-323-9016

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).

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2013-09-30
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