

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Fan Company		12/31/2013	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Howden American Fan Company		
Street Address:	8170 Maple Lawn Blvd.		
Internal Address:	Suite 180		
City:	Fulton		
State/Country:	MARYLAND		
Postal Code:	20759		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4409487	AMERICAN FAN COMPANY	
Registration Number:	1578845	AMERICAN FAN COMPANY	
CORRESPONDENCE DATA			
Fax Number:	4122025017		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	919-636-4767		
Email:	bjackson@kdbfirm.com		
Correspondent Name:	Daniel N. Daisak		
Address Line 1:	3120 Princeton Pike, Suite 303		
Address Line 2:	Kacvinsky Daisak Bluni PLLC		
Address Line 4:	Lawrenceville, NEW JERSEY 08648		
ATTORNEY DOCKET NUMBER:	1800CH3420		

OP \$65.00 4409487

900278555

TRADEMARK
 REEL: 005202 FRAME: 0835

NAME OF SUBMITTER:	Daniel N. Daisak, Reg. No. 39160
Signature:	/DND39160/
Date:	01/28/2014
Total Attachments: 11 source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page1.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page2.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page3.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page4.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page5.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page6.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page7.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page8.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page9.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page10.tif source=Ohio - Certificate of Merger AFC into Howden AFC (cerified)#page11.tif	



DATE: 12/26/2013	DOCUMENT ID 201335800731	DESCRIPTION MERGER/LICENSING FOREIGN CORP/FOR PROFIT (MUL)	FILING 125.00	EXPED 100.00	PENALTY	CERT .00	COPY 5.00
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Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
ATTN: CHRIS RICKARD
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2255581

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

HOWDEN AMERICAN FAN COMPANY

and, that said business records show the filing and recording of:

Document(s)

MERGER/LICENSING FOREIGN CORP/FOR PROFIT

Document No(s):

201335800731

Effective Date: 12/31/2013

Authorization to transact business in Ohio is hereby given, until surrender, expiration or
cancellation of this license.



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 26th day of December,
A.D. 2013.

Ohio Secretary of State

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/26/2013	201335800731	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
ATTN: CHRIS RICKARD
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

1191657

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

AMERICAN FAN COMPANY

and, that said business records show the filing and recording of:

Document(s)

MERGED OUT OF EXISTENCE

Document No(s):

201335800731

Effective Date: 12/31/2013



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 26th day of December,
A.D. 2013.

A handwritten signature in black ink that reads "Jon Husted".

Ohio Secretary of State



Form 551 Prescribed by:

JON HUSTED
 Ohio Secretary of State

 Central Ohio: (614) 466-3910
 Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

 Mail this form to one of the following:
 Regular Filing (non expedite)
 P.O. Box 1329
 Columbus, OH 43216

 Expedite Filing (Two-business day processing
 time requires an additional \$100.00).
 P.O. Box 1390
 Columbus, OH 43216

Certificate of Merger

Filing Fee: \$125
(154-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. (Surviving) Entity

 A. Name of Entity Surviving the Merger Howden American Fan Company

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

 1. ☐ Domestic (Ohio entity) ☒ Foreign (Non-Ohio Entity)

Delaware

Jurisdiction of formation

 2. Charter/Registration/License Number

(If licensed in Ohio as domestic or foreign)

 3. ☒ For-Profit Corporation

☐ Nonprofit Corporation

☐ For-Profit Limited Liability Company

☐ Nonprofit Limited Liability Company

☐ Partnership

☐ Limited Partnership

☐ Limited Liability Partnership

 2013 DEC 23 PM 12:43
 CLIENT SERVICE CENTER

II. CONSTITUENT ENTITY

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/ Registration Number	Jurisdiction of Formation	Type of Entity
American Fan Company	1191657	Ohio	Corporation

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

Howden American Fan Company c/o Colfax Corporation

Name

8170 Maple Lawn Blvd., Suite 180

Mailing Address

Fulton

City

MD

State

20759

Zip Code

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on 12/31/2013 - 11:59pm (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

VI. STATEMENT OF MERGER

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.

If the surviving entity is a foreign entity NOT licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

Name

Mailing Address

City

Ohio

State

Zip Code

Note: The statutory agent must be an Ohio resident; an Ohio corporation; or a foreign corporation licensed to do business in Ohio and has an Ohio address.

VIII. AMENDMENTS

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

☐ Amendments are attached

☐ No Amendments

IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

Foreign Qualifying Corporation Form 530A or B and Certificate of Good Standing

Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) Form 552

Foreign Qualifying Limited Liability Company Form 533B

Foreign Qualifying Limited Partnership Form 531B

Foreign Qualifying Limited Liability Partnership Form 537 and Evidence of Existence in Jurisdiction of Formation

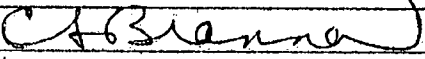
The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

American Fan Company
Name of entity

By: 
Signature

Its: C. Scott Brannan as Senior Vice President, CFO & Treasurer
Title

Howden American Fan Company
Name of entity

By: 
Signature

Its: C. Scott Brannan as Senior Vice President, CFO & Treasurer
Title

Name of entity

By:
Signature

Its:
Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.



Form 530A Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Foreign For-Profit Corporation Application for License
Filing Fee: \$125
(151-FLF)

The application is made to procure a ☒ Permanent License ☐ Temporary License (valid for six months)

Attach Certificate of Good Standing from the jurisdiction of formation (see instructions)

Name of Corporation
(Name must match the name on the Certificate of Good Standing)

Assumed name under which the corporation will do business, if its corporate name is not available in Ohio
(Must attach "Resolution of Foreign Corporation to Qualify Under An Assumed Name" Form 591)

Under the Laws of the Jurisdiction of
Jurisdiction of Formation

Date of Incorporation in Jurisdiction of Formation (Date must match the date provided on the Certificate of Good Standing)
Date of Incorporation

The location of the principal office (non-Ohio) is:

Mailing Address

City

State

ZIP Code

If there is a principal office within Ohio, the location is

Mailing Address

City

State

ZIP Code

A brief summary of the corporate purpose(s) to be exercised within Ohio

Appointment of Agent

The corporation hereby appoints the following as its statutory agent upon whom process against the corporation may be served in Ohio.

CT Corporation System

Name

1300 East 9th Street

Mailing Address

Cleveland

City

Ohio

State

44114

ZIP Code

- ☐ If the agent is an individual and using a P.O. Box, check this box to confirm the agent is an Ohio resident.

The entity above irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- A. an agent is not appointed, or
- B. an agent is appointed but the authority of that agent has been revoked, or
- C. the agent cannot be found or served after the exercise of reasonable diligence.

Pursuant to Ohio Revised Code 1703.29 (A), a foreign corporation is required to pay an additional \$250 fee if the application is being made to enable the corporation to prosecute or defend a legal action. Please see Ohio Revised Code or the instructions for more information.

- ☒ No, the corporation is not filing for this purpose and an additional fee is not included.
- ☐ Yes, the application is being filed for this purpose and the additional \$250 fee is included with the filing fee.

If yes then:

Pursuant to Ohio Revised Code 1703.29(B), a foreign corporation that began transacting business in Ohio prior to 2009 without a license may be required to provide a certificate from the tax commissioner which states that the corporation has paid all franchise taxes which it should have paid had it qualified to do business in this state.

Did the corporation begin transacting business in Ohio prior to 2009?

- ☐ Yes, the D4 certificate from the tax commissioner is attached.
- ☒ No, the corporation began transacting business in 2009 or later, therefore, a D4 certificate is not required.

C. Scott Brannan

Name of Officer

, being first duly sworn, deposes and says that he/she is the

Senior VP, CFO & Treasurer

of

Howden American Fan Company

Officer Title

Corporation

the corporation described in the foregoing application, and that the statements contained in said application are true and correct to best of my knowledge and belief.

Name

C. Scott Brannan

Signature

C. Brannan

Sworn before me and subscribed on

19 Dec 2013

Date

Rita J. Herring

Notary Public

NOTARY SEAL



Rita J. Herring
NOTARY PUBLIC
Montgomery County
State of Maryland
My Commission Expires
September 19, 2015

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOWDEN AMERICAN FAN COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF DECEMBER, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HOWDEN AMERICAN FAN COMPANY" WAS INCORPORATED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



5453565 8300

131457834

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1002847

DATE: 12-20-13

TRADEMARK
REEL: 005202 FRAME: 0846

225581

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 10 pages, as taken from the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at
Columbus, Ohio, this 26th day of
December, 2013 A.D.

Jon Husted

JON HUSTED
Secretary Of State

By: _____

NOTICE: This is an official certification only when reproduced in red ink

TRADEMARK