

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM299905

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	02/28/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Frazee Industries, Inc.		02/27/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Duckback Acquisition Corp.		
<b>Street Address:</b>	101 W. Prospect Avenue		
<b>City:</b>	Cleveland		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44115-1075		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3341354	ENCORE	
<b>Registration Number:</b>	2014724	FRAZEE	
<b>Registration Number:</b>	2884357	Z FRAZEE	
<b>Registration Number:</b>	3843120	MASTER CHOICE	
<b>Registration Number:</b>	1910974		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2165154400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2165662432		
<b>Email:</b>	legal_ip@sherwin.com		
<b>Correspondent Name:</b>	Robert E. McDonald, Reg. No. 29,193		
<b>Address Line 1:</b>	101 W. Prospect Avenue, Legal Dept.		
<b>Address Line 2:</b>	c/o The Sherwin-Williams Company		
<b>Address Line 4:</b>	Cleveland, OHIO 44115-1075		
<b>ATTORNEY DOCKET NUMBER:</b>	FRAZEE MERGER		
<b>NAME OF SUBMITTER:</b>	Robert E. McDonald, Reg. No. 29,193		
<b>SIGNATURE:</b>	/rmcd/		
<b>DATE SIGNED:</b>	04/01/2014		

CH \$140.00 3341354

**Total Attachments: 4**

source=color wheel-frazee-kwalhowells-parker 28feb2014 mergers with and into duckback acquisition corp#page1.tif

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source=color wheel-frazee-kwalhowells-parker 28feb2014 mergers with and into duckback acquisition corp#page4.tif

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"COLOR WHEEL PAINTS & COATINGS, INC.", A DELAWARE CORPORATION,

"FRAZEE INDUSTRIES, INC.", A DELAWARE CORPORATION,

"KWAL-HOWELLS, INC", A COLORADO CORPORATION,

"PARKER PAING MFG. COMPANY, INC.", A WASHINGTON CORPORATION,

"STELLAR ACQUISITION CORP.", A DELAWARE CORPORATION,

WITH AND INTO "DUCKBACK ACQUISITION CORP." UNDER THE NAME OF "DUCKBACK ACQUISITION CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2014, AT 6:12 O'CLOCK P.M.

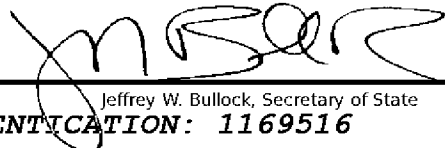
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2014, AT 12 O'CLOCK A.M.

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

3689488 8100M

140261714



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1169516

DATE: 02-28-14

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005248 FRAME: 0808

# Delaware

PAGE 1

*The First State*

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"FRAZEE INDUSTRIES, INC.", A DELAWARE CORPORATION,

"KWAL-HOWELLS, INC", A COLORADO CORPORATION,

"PARKER PAING MFG. COMPANY, INC.", A WASHINGTON CORPORATION,

"STELLAR ACQUISITION CORP.", A DELAWARE CORPORATION,

WITH AND INTO "DUCKBACK ACQUISITION CORP." UNDER THE NAME OF "DUCKBACK ACQUISITION CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2014, AT 6:12 O'CLOCK P.M.

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140261714



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1170049

DATE: 02-28-14

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at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005248 FRAME: 0809

<b>Entity Name</b>	<b>Delaware File Number</b>	<b>Domestic or Foreign</b>
Color Wheel Paints & Coatings, Inc.	4149559	Domestic
Frazer Industries Inc.	2096823	Domestic
Kwal-Howells, Inc.	5489646	Foreign
Parker Paint Mfg. Company, Inc.	5489648	Foreign
Stellar Acquisition Corp	3453827	Domestic

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATIONS AND  
FOREIGN CORPORATIONS INTO A  
DOMESTIC CORPORATION**

Pursuant to Title 8, Sections 251(c) and 252 of the Delaware General Corporation Law, as applicable, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of each constituent corporation is Duckback Acquisition Corp., a Delaware corporation, Color Wheel Paints & Coatings, Inc., a Delaware corporation, Frazee Industries, Inc., a Delaware corporation, Kwal-Howells, Inc., a Colorado corporation, Parker Paint Mfg. Company, Inc., a Washington corporation, and Stellar Acquisition Corp., a Delaware corporation.

**SECOND:** The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252.

**THIRD:** The name of the surviving corporation is Duckback Acquisition Corp., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The merger is to become effective at 12:00 P.M. Eastern Standard Time on February 28, 2014.

**SIXTH:** The Agreement and Plan of Merger is on file at 101 W. Prospect Avenue, Cleveland, Ohio 44115, the place of business of the surviving corporation.

**SEVENTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**EIGHTH:** The authorized stock and par value of the non-Delaware corporations is: (i) 50,000 shares of common stock, no par value, of Kwal-Howells, Inc. and (ii) 300 shares of common stock, no par value, of Parker Paint Mfg. Company, Inc.

**IN WITNESS WHEREOF**, said surviving corporation has caused this certificate to be signed by an authorized officer, the 27<sup>th</sup> day of February, A.D., 2014.

By: 

Authorized Officer

Name: Catherine M. Kilbane

Title: Vice President and Secretary