

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM300685

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/10/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bel-Ray Company, L.L.C.		12/10/2013	LIMITED LIABILITY COMPANY: NEW JERSEY

RECEIVING PARTY DATA

Name:	Bel-Ray Company, LLC
Street Address:	2780 Waterfront Parkway E. Dr. Suite 200
City:	Indianapolis
State/Country:	INDIANA
Postal Code:	46214
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	4490567	6 IN 1
Registration Number:	1907013	BEL-RAY
Registration Number:	3860280	BEL-RAY TOTAL PERFORMANCE LUBRICANTS
Registration Number:	4168630	FLEX YOUR ENGINE
Registration Number:	4258254	FLEX YOUR OPERATION
Registration Number:	4440081	MOLYLUBE
Registration Number:	2879580	NO-TOX
Registration Number:	1397327	TERMALENE
Registration Number:	2944471	THUMPER

CORRESPONDENCE DATA

Fax Number: 3172317433

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

Phone: 3172361313

Email: jgard@btlaw.com

Correspondent Name: Julia Spoor Gard, Barnes & Thornburg LLP

Address Line 1: 11 South Meridian Street

Address Line 4: Indianapolis, INDIANA 46204-3535

CH \$240.00 4490567

ATTORNEY DOCKET NUMBER:	30215-228589
NAME OF SUBMITTER:	Julia Spoor Gard
SIGNATURE:	/jgard/
DATE SIGNED:	04/08/2014
Total Attachments: 3 source=Delaware#page1.tif source=Delaware#page2.tif source=Delaware#page3.tif	

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 IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BEL-RAY COMPANY, L.L.C.", A NEW JERSEY LIMITED LIABILITY COMPANY,

WITH AND INTO "BEL-RAY COMPANY, LLC" UNDER THE NAME OF "BEL-RAY COMPANY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF DECEMBER, A.D. 2013, AT 9:10 O'CLOCK A.M.

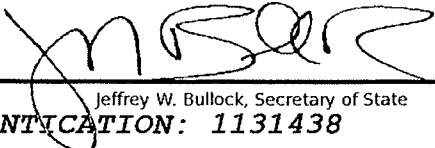
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TENTH DAY OF DECEMBER, A.D. 2013, AT 4 O'CLOCK P.M.



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1131438

DATE: 02-12-14

TRADEMARK
REEL: 005255 FRAME: 0340

CERTIFICATE OF MERGER

of

BEL-RAY COMPANY, L.L.C.
a New Jersey limited liability company

with and into

BEL-RAY COMPANY, LLC
a Delaware limited liability company

This Certificate of Merger (the "*Certificate*") is being executed and filed pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "*DLLCA*") by Bel-Ray Company, LLC. The undersigned hereby certifies that:

FIRST: The name and jurisdiction of formation or organization of each of the constituent entities which are to merge are as follows:

<u>Name of Constituent Entity</u>	<u>Organizational Form</u>	<u>Jurisdiction of Organization</u>
Bel-Ray Company, L.L.C.	Limited Liability Company	New Jersey
Bel-Ray Company, LLC	Limited Liability Company	Delaware

SECOND: The Agreement and Plan of Merger, dated December 10, 2013 (the "*Merger Agreement*"), has been approved and executed by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is Bel-Ray Company, LLC (the "*Surviving Entity*"),

FOURTH: The merger contemplated hereby shall become effective at 4:00 p.m. (Central Standard time) on December 10, 2013.

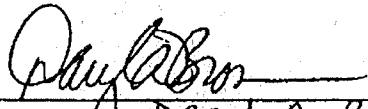
FIFTH: The executed Merger Agreement is on file at the offices of the Surviving Entity at the following address: Bel-Ray Company, LLC, P.O. Box 526, Farmingdale, New Jersey 07727.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of, or any person holding an interest in, any constituent limited liability company.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be executed as of the date first written above.

BEL-RAY COMPANY, LLC

By: 
Name: Daryl A. Brosnan
Title: Managing Member

Signature Page to Bel-Ray Company, LLC/Bel-Ray Company, L.L.C. Certificate of Merger