

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM307316

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	10/18/2002		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Oxford Performance Materials, Inc.		10/18/2002	CORPORATION: CONNECTICUT
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Oxford Acquisition Corp.	10/18/2002	CORPORATION: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Oxford Performance Materials, Inc.		
<b>Street Address:</b>	221 South Street		
<b>City:</b>	New Britain		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06051		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2375109	OXPEKK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2033271096		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	203-324-6155		
<b>Email:</b>	ccobb@ssjr.com		
<b>Correspondent Name:</b>	Stephen P. McNamara		
<b>Address Line 1:</b>	986 Bedford Street		
<b>Address Line 2:</b>	St. Onge Steward Johnston & Reens LLC		
<b>Address Line 4:</b>	Stamford, CONNECTICUT 06905		
<b>ATTORNEY DOCKET NUMBER:</b>	06218-T0003A		
<b>NAME OF SUBMITTER:</b>	Stephen P. McNamara		
<b>SIGNATURE:</b>	/Stephen P. McNamara/		

OP \$40.00 2375109

<b>DATE SIGNED:</b>	06/11/2014
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**Total Attachments: 6**

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**CERTIFICATE OF MERGER**

**OF**

**OXFORD PERFORMANCE MATERIALS, INC.**  
(a Connecticut corporation)

**INTO**

**OXFORD ACQUISITION CORP.**  
(a Delaware corporation)

It is hereby certified as of October 18, 2002, on behalf of the merging corporations herein named, as follows:

1. The names of the merging corporations are Oxford Performance Materials, Inc., a Connecticut corporation (hereinafter referred to as "OPM"), and Oxford Acquisition Corp., a Delaware corporation. The surviving corporation is Oxford Acquisition Corp. (hereinafter referred to as "OAC").
2. The name of the surviving corporation is Oxford Acquisition Corp.
3. The name of the surviving corporation is to be amended to read "Oxford Performance Materials, Inc." on and after the Effective Date.
4. The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.
5. OPM is authorized to issue 20,000 shares of Common Stock, no par value, of which there are 400 issued and outstanding shares of Common Stock of OPM. OAC is authorized to issue 3,000 shares of Common Stock, having a par value of \$.001, of which there is one issued and outstanding share of voting Common Stock. There are no other outstanding shares of Common Stock. The issued and outstanding share of Common Stock of OAC is owned by Scott F. DeFelice.
6. As of the Effective Date (a) each share of Common Stock of OPM issued and outstanding shall be converted into and become one share of Class A Common Stock of OAC, except that each share of OPM Common Stock owned by Nicholas F. DeFelice and Nicholas L. DeFelice shall be converted into one share of Class B Common Stock of OAC and (b) the one share of Common Stock of OAC issued and outstanding immediately prior to the Effective Date shall be retired for no consideration. As soon as practicable after the Effective Date, each holder of issued and outstanding shares of common stock of OPM shall surrender to OAC for cancellation all stock certificates representing common stock of OPM and shall be entitled to receive stock certificate(s) for the full number of shares of common stock (either Class A Common Stock or Class B Common Stock) of OAC into which the common stock of OPM so

surrendered shall have been converted. Each share of Common Stock of OPM held in its treasury as of the Effective Date shall be canceled and shall not be converted.

7. The Agreement and Plan of Merger has been approved by the shareholders and directors of OPM and approved by the shareholders and directors of the surviving corporation. There are 400 issued and outstanding shares of OPM Common Stock. There are no other issued and outstanding shares. Each shareholder is entitled to one vote. All 400 shares voted to approve the Agreement and Plan of Merger.

8. The merger is to become effective on October 18, 2002.

9. The Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation at 221 South Street, New Britain, Connecticut.

10. In addition to complying with Chapter 601 of the Connecticut General Statutes as applicable to both OPM and Subchapter IX of the Delaware General Corporation Law, as applicable to OAC, the surviving corporation shall furnish a copy of the Agreement and Plan of Merger on request and without cost to any shareholder of either of the merging corporations.

IN WITNESS WHEREOF, OPM and OAC have caused this Certificate of Merger to be executed by their duly authorized officers as of the date first above written and hereby declare, under the penalties of false statement, that the statements made in the foregoing are true.

OXFORD PERFORMANCE  
MATERIALS, INC.

OXFORD ACQUISITION CORP.


By:

  
Scott F. DeFelice  
Its President


By:

  
Scott F. DeFelice  
Its President

By:

  
David Gambardella  
Its Secretary

By:

  
Severine Valdant  
Its Secretary

## AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER dated as of October 18, 2002, by and between OXFORD PERFORMANCE MATERIALS, INC., a Connecticut corporation (hereinafter referred to as "OPM"), and OXFORD ACQUISITION CORP., a Delaware corporation (hereinafter referred to as "OAC"). Both corporations are sometimes referred to herein collectively as the "Merging Corporations."

### RECITALS

OPM is authorized to issue 20,000 shares of Common Stock, no par value, of which there are 400 issued and outstanding shares of Common Stock, of which all are voting shares. More than 79% of all issued and outstanding shares of Common Stock are owned by Scott F. DeFelice.

OAC is authorized to issue 2,500 shares of Class A Common Stock, \$.001 par value, of which there is one outstanding share and 500 shares of Class B Common Stock, \$.001 par value, of which there are no issued and outstanding shares. There are no other outstanding shares of Common Stock. The issued and outstanding share of Class A Common Stock is owned by Scott F. DeFelice.

The Board of Directors of each of the Merging Corporations has deemed it advisable for the mutual benefit of each Merging Corporation that OPM be merged with and into OAC in accordance with the applicable laws of the States of Delaware and Connecticut, with Oxford Acquisition Corp. being the surviving corporation.

The Merging Corporations desire to adopt this Agreement and Plan of Merger and to consummate the merger in accordance with Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

NOW, THEREFORE, the Merging Corporations agree that OPM shall be merged with and into OAC under the following terms and conditions:

1. **Effect of Merger.** OPM shall merge with and into OAC, with OAC being the surviving corporation. As of the Effective Date (as defined below), the separate existence of OPM shall cease and OAC shall thereupon and thereafter possess all of the rights, privileges, immunities and franchises, of a public as well as a public nature, of the Merging Corporations and all property, real, personal and mixed, and all debts due on whatever account and all other choses in action and all and every other interest, of or belonging to or due to each Merging Corporation shall be taken and transferred to and vested in OAC without further act or deed, and the title to any real estate, or any interests herein vested in any of such corporations shall not revert or be in any way impaired by reason of such merger.
2. **Name.** The name of the surviving corporation shall be changed to Oxford Performance Materials, Inc. on after the Effective Date of the merger.

3. **Effective Date.** The effective date of the merger shall be October 18, 2002, or if later, the latest date of filing of the Certificate of Merger with each of the Secretary of State of the State of Delaware and the State of Connecticut (the "Effective Date").
4. **Certificate of Incorporation.** The Certificate of Incorporation of OAC shall continue in full force and effect without any amendments, other than the change of OAC's name to OXFORD PERFORMANCE MATERIALS, INC. on and after the Effective Date.
5. **Conversion of Shares.** As of the Effective Date, (a) each share of Common Stock of OPM issued and outstanding shall be converted into and become one share of Class A Common Stock of OAC, except that each share of OPM Common Stock owned by Nicholas F. DeFelice and Nicholas L. DeFelice shall be converted into one share of Class B Common Stock of OAC and (b) the one share of Class A Common Stock of OAC issued and outstanding immediately prior to the Effective Date shall be retired for no consideration. As soon as practicable after the Effective Date, each holder of issued and outstanding common stock of OPM shall surrender to OAC for cancellation all stock certificates representing common stock of OPM and shall be entitled to receive stock certificate(s) for the full number of shares of common stock (either Class A Common Stock or Class B Common Stock) of OAC into which the common stock of OPM so surrendered shall have been converted. Each share of Common Stock of OPM held in its treasury as of the Effective Date shall be canceled and shall not be converted.
6. **Bylaws.** The Bylaws of OAC, as in effect immediately before the Effective Date, shall be and continue to be, from and after the Effective Date, the Bylaws of OAC until amended as provided therein.
7. **Directors and Officers.** The directors and officers of OAC in office as of the Effective Date, shall be, from and after the Effective Date, the Directors and Officers of OAC and shall hold their respective offices in accordance with the provisions of the Bylaws of OPM and until others are chosen in their stead, as follows:

**Officers**

**Name**

**Office**

Scott F. DeFelice  
 Severine Valdant

President and Chief Executive Officer  
 Secretary

**Director**

Scott F. DeFelice

8. **Principal Office.** The principal office of OAC as of the Effective Date shall remain at 221 South Street, New Britain, Connecticut.

- 9. **Certificate of Merger.** In accordance with §251 of the Delaware General Corporation Law and §33-819 of the Connecticut General Statutes, the Merging Corporations shall execute a Certificate of Merger in the form of Exhibit A attached hereto, which Certificate of Merger shall be filed with each of the Secretary of States of the States of Delaware and Connecticut.
- 10. **Entire Agreement.** This Agreement and Plan of Merger constitutes the entire agreement between the parties and supersedes and cancels any other agreement, representation or communication, whether oral or written, between the parties hereto relating to the transactions contemplated herein or the subject matter hereof.
- 11. **Governing Law.** This Agreement and Plan of Merger shall be governed by and construed and enforced in accordance with the applicable laws of the States of Delaware and Connecticut.
- 12. **Counterparts.** This Agreement and Plan of Merger may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, OPM and OAC have caused this Agreement and Plan of Merger to be executed by their duly authorized officers as of the date first above written.

OXFORD PERFORMANCE  
MATERIALS, INC.

OXFORD ACQUISITION CORP.

By: Scott F. DeFelice  
Scott F. DeFelice  
Its President

By: Scott F. DeFelice  
Scott F. DeFelice  
Its President

By: David Gambardella  
David Gambardella  
Its Secretary

By: Severine Valdant  
Severine Valdant  
Its Secretary

STATE OF CONNECTICUT }  
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record  
in this Office.

In Testimony whereof, I have hereunto set my hand,  
and affixed the Seal of said State, at Hartford,  
this 10<sup>th</sup> day of June A.D. 2014

  
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SECRETARY OF THE STATE *AB*