

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM316679

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Merger between Morton Manufacturing Co. and Metalex Corp. with Metalex Corp. being the surviving corporation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Morton Manufacturing Company		08/31/2014	COMPANY: ILLINOIS
RECEIVING PARTY DATA			
Name:	Metalex Corporation		
Street Address:	1530 Artauis Parkway		
City:	Libertyville		
State/Country:	ILLINOIS		
Postal Code:	60048		
Entity Type:	CORPORATION: ILLINOIS		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	1175804	BUTTON-HOLE	
Registration Number:	1563003	DECK SPAN	
Registration Number:	1734362	GRIP-TRAC	
Registration Number:	2022894	MORTON	
Registration Number:	1179815	OPEN DECK	
Registration Number:	0871595	OPEN-GRIP	
Registration Number:	1919254	STAR-DECK	
Registration Number:	0841886	TREAD-GRIP	
CORRESPONDENCE DATA			
Fax Number:	2123548113		
<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>			
Phone:	212 819-8200		
Email:	iprecordations@whitecase.com		
Correspondent Name:	Matthew Champion/White & Case LLP		
Address Line 1:	1155 Avenue of the Americas		
Address Line 2:	Patent & Trademark Dept.		
Address Line 4:	New York, NEW YORK 10036-2787		
ATTORNEY DOCKET NUMBER:	1111779-2465		

OP \$215.00 1175804

TRADEMARK

NAME OF SUBMITTER:	Matthew Campion
SIGNATURE:	/Matthew Campion/
DATE SIGNED:	09/11/2014
Total Attachments: 6 source=IL Articles of Merger merging Morton Manufacturing Co. into Metalex Corp#page1.tif source=IL Articles of Merger merging Morton Manufacturing Co. into Metalex Corp#page2.tif source=IL Articles of Merger merging Morton Manufacturing Co. into Metalex Corp#page3.tif source=IL Articles of Merger merging Morton Manufacturing Co. into Metalex Corp#page4.tif source=IL Articles of Merger merging Morton Manufacturing Co. into Metalex Corp#page5.tif source=IL Articles of Merger merging Morton Manufacturing Co. into Metalex Corp#page6.tif	

FORM BCA 11.25 (rev. Dec. 2003)
 ARTICLES OF MERGER,
 CONSOLIDATION OR EXCHANGE
 Business Corporation Act

Jesse White, Secretary of State
 Department of Business Services
 Springfield, IL 62759
 Telephone (217) 782-8961
 www.cyberdriveillinois.com

FILED

AUG 29 2014

**JESSE WHITE
 SECRETARY OF STATE**

PAID

SEP 05 2014

**EXPEDITED
 SECRETARY OF STATE**

Remit payment in the form of a
 check or money order payable
 to the Secretary of State.

The filing fee is \$100, but if merger or
 consolidation involves more than 2
 corporations, \$50 for each additional
 corporation.

File # 6193-368-9 Filing Fee: \$ 100 Approved: [Signature]
 Submit in duplicate Type or Print clearly in black ink Do not write above this line

NOTE: Strike inapplicable words in items 1, 3 and 4.

1. Names of the corporations proposing to ~~consolidate~~ ^{merge} and the state or country of their incorporation;
~~exchange shares~~

Name of Corporation	State or Country of Incorporation	Corporation File Number
Morton Manufacturing Company <u>(MS)</u>	Illinois	68125307
Metalex Corporation <u>(S)</u>	Illinois	61933689

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the ~~consolidating~~ ^{surviving} corporation: Metalex Corporation
~~consolidating~~
 (b) It shall be governed by the laws of: Illinois

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of ~~consolidation~~ ^{merger} is as follows:
~~exchange~~

See Exhibit A for Plan of Merger.

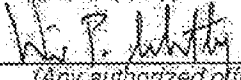
7. (Complete this item if reporting a merger under § 11.30—80% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

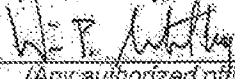
Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
Morton Manufacturing Company	100 Shares of Common Stock	100
Metalex Corporation	100 Shares of Common Stock	100

b. (Not applicable to 100% owned subsidiaries) *N/A*
 The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____, _____ (Month & Day) (Year)
 Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No
 (If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated August 29, 2014
 (Month & Day) (Year)

 (Any authorized officer's signature)
 William P. Schultz, Secretary
 (Type or Print Name and Title)

Morton Manufacturing Company
 (Exact Name of Corporation)

Dated August 29, 2014
 (Month & Day) (Year)

 (Any authorized officer's signature)
 William P. Schultz, Secretary
 (Type or Print Name and Title)

Metalex Corporation
 (Exact Name of Corporation)

Dated _____, _____
 (Month & Day) (Year)

 (Any authorized officer's signature)

 (Type or Print Name and Title)

 (Exact Name of Corporation)

"X" out inapplicable

5. Plan of ~~consolidation~~ ^{merger} ~~exchange~~ was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation) N/A

By the shareholders, a resolution of the board of directors, having been duly adopted and submitted to a vote at a meeting of shareholders, Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken, (§ 11.20)

By written consent of the shareholders, having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

5. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation) N/A

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1963" of the State of Illinois with respect to the rights of dissenting shareholders.

AGREEMENT AND PLAN OF MERGER OF
MORTON MANUFACTURING COMPANY
WITH AND INTO
METALEX CORPORATION

This Agreement and Plan of Merger, dated this 29th day of August, 2014, is made and entered into by and between MORTON MANUFACTURING COMPANY, an Illinois corporation ("Morton"), and METALEX CORPORATION, an Illinois corporation ("Metalex").

RECITAL

The board of directors of each of Morton and Metalex deem it to be in the best interest of such companies that Morton merge with and into Metalex in a tax-free "A" merger (the "Merger"). Both Morton and Metalex are wholly-owned subsidiaries of Jason Incorporated, a Wisconsin Corporation.

AGREEMENTS

In consideration of the recital and mutual agreements which follow, the parties agree as follows:

PLAN OF MERGER

The plan of merger is as follows:

1. At the Effective Time (as defined below), Morton will be merged with and into Metalex in accordance with section 5/11.30 of the Illinois Business Corporation Act. After the Merger, Metalex will be the surviving corporation (the "Surviving Corporation") and the separate existence and identity of Morton will cease to exist.
2. At the Effective Time, the effect of the Merger shall be as provided in the applicable provisions of the Illinois Business Corporation Act. Without limiting the generality of the foregoing, and subject to the provisions of the Illinois Business Corporation Act, at the Effective Time, all of the property, interests, assets, rights, privileges, immunities, powers and franchises of Morton shall vest in the Surviving Corporation, and all debts, liabilities, duties and obligations of Morton shall become the debts, liabilities, duties and obligations of the Surviving Corporation.
3. At the Effective Time, each share of the no par value common stock of Morton issued and outstanding shall be canceled, retired and cease to exist.
4. At the Effective Time, (a) the Articles of Incorporation of Metalex shall be the Articles of Incorporation of the Surviving Corporation, (b) the By-Laws of Metalex shall be the By-Laws of the Surviving Corporation, and (c) the directors and officers of Metalex shall be the directors and officers of the Surviving Corporation.

5. The Merger shall be effective as of 11:59 p.m. on August 31, 2014 (the "Effective Time").

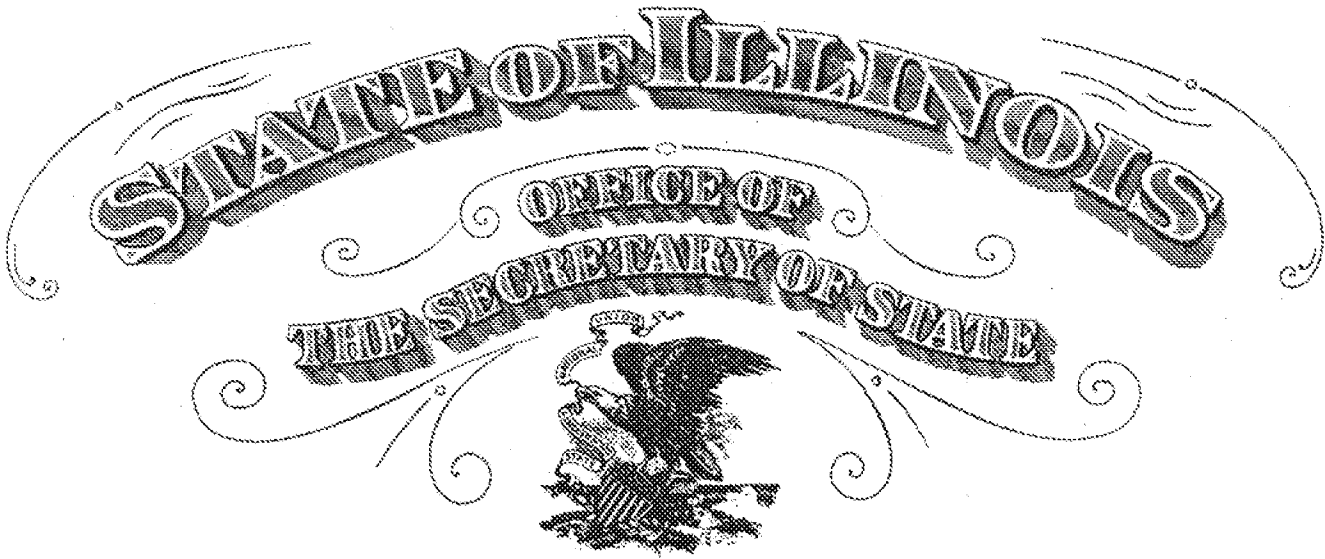
The parties hereto have caused this Agreement and Plan of Merger to be executed as of the date first written above.

MORTON MANUFACTURING COMPANY

BY W. P. Schultz
William P. Schultz, Secretary

METALEX CORPORATION

BY W. P. Schultz
William P. Schultz, Secretary



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

THE FOREGOING AND HERETO ATTACHED IS A TRUE AND CORRECT COPY, CONSISTING OF 05 PAGES, AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR METALEX CORPORATION. *****

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 10TH day of SEPTEMBER A.D. 2014



Jesse White

Authentication #: 1425302001
Authenticate at: <http://www.cyberdriveillinois.com>

SECRETARY OF STATE