

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM330438

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	08/01/2014

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Supply Chain Council, Inc.		08/01/2014	CORPORATION: PENNSYLVANIA

## RECEIVING PARTY DATA

<b>Name:</b>	American Production and Inventory Control Society, Inc.
<b>Doing Business As:</b>	APICS
<b>Street Address:</b>	8430 W. Bryn Mawr Ave., Suite 1000
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60631
<b>Entity Type:</b>	CORPORATION: INDIANA

## PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
<b>Serial Number:</b>	86259422	M4SC
<b>Registration Number:</b>	2275262	SCOR
<b>Registration Number:</b>	2999441	SCOR
<b>Registration Number:</b>	3362175	SCORMARK
<b>Registration Number:</b>	3426088	SCOR
<b>Registration Number:</b>	3460802	SUPPLY-CHAIN COUNCIL
<b>Registration Number:</b>	3589007	CCOR
<b>Registration Number:</b>	3473696	DCOR

## CORRESPONDENCE DATA

Fax Number: 3123726685

*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.*

Phone: 3122633001

Email: njb@howehutton.com

Correspondent Name: Nathan J. Breen

Address Line 1: 20 N. Wacker Dr., Suite 4200

Address Line 4: Chicago, ILLINOIS 60606

TRADEMARK

REEL: 005449 FRAME: 0214

900314114

OP \$215.00 86259422

<b>NAME OF SUBMITTER:</b>	Nathan J. Breen
<b>SIGNATURE:</b>	/Nathan J. Breen/
<b>DATE SIGNED:</b>	01/29/2015

**Total Attachments: 8**

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**State of Indiana  
Office of the Secretary of State**

**CERTIFICATE OF MERGER**

of

**AMERICAN PRODUCTION AND INVENTORY CONTROL SOCIETY, INC.**

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Merger of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

The following non-surviving entity(s):

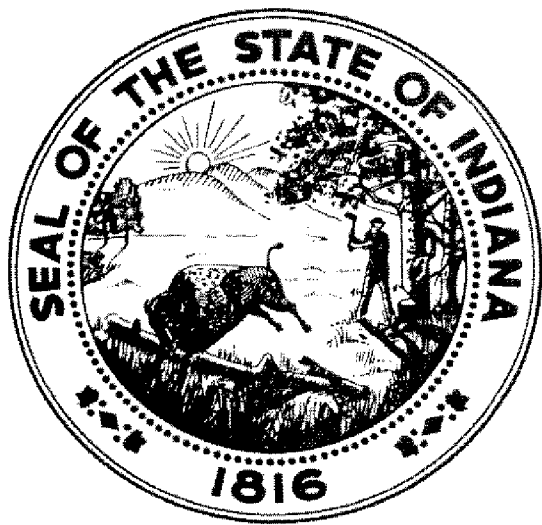
**SUPPLY CHAIN COUNCIL, INC.**

a(n) Pennsylvania Non-Qualified Foreign Corporation

merged with and into the surviving entity:

**AMERICAN PRODUCTION AND INVENTORY CONTROL SOCIETY, INC.**

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, July 28, 2014.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, July 28, 2014.

*Connie Lawson*

CONNIE LAWSON,  
SECRETARY OF STATE

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**TRADEMARK  
REEL: 005449 FRAME: 0216**



# ARTICLES OF MERGER OF NONPROFIT CORPORATIONS

State Form 42199 (R7 / 4-12) / Corporate Form No. 364-6

Approved by State Board of Accounts, 1995

CONNIE LAWSON  
SECRETARY OF STATE  
CORPORATIONS DIVISION  
302 W. Washington Street, Room E018  
Indianapolis, Indiana 46204  
Telephone: (317) 232-6576

2014 JUL 28 PM 4:31

**INSTRUCTIONS:** Use 8 1/2" x 11" white paper for attachments.  
Present original and one copy to address in upper right corner of this form.  
Please TYPE or PRINT.  
Please visit our office on the web at [www.sos.in.gov](http://www.sos.in.gov).

Indiana Code 23-17-19-4

FILING FEE: \$30.00

**APPROVED  
AND  
FILED**

*Connie Lawson*

**IND. SECRETARY OF STATE**

## ARTICLES OF MERGER / SHARE EXCHANGE OF

Supply Chain Council, Inc.

(hereinafter "the nonsurviving corporation")

## INTO

American Production and Inventory Control Society, Inc.

(hereinafter "the surviving corporation")

In accordance with the requirements of the Indiana Nonprofit Corporation Act of 1991 (hereinafter known as the "Act"), the undersigned corporations desiring to effect a merger, set forth the following facts:

### ARTICLE I - SURVIVING CORPORATION

#### SECTION 1:

The name of the corporation surviving the merger is American Production and Inventory Control Society, Inc.  
and such name  has  has not (designate which) been changed as a result of the merger.

#### SECTION 2:

- a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act incorporated on October 30, 1957
- b. The surviving corporation is a foreign corporation incorporated under the laws of the State of \_\_\_\_\_ and  qualified  not qualified (designate which) to do business in Indiana.  
If the surviving corporation is qualified to do business in Indiana, state the date of qualification \_\_\_\_\_  
(If Application for Certificate of Authority is filed concurrently herewith, state "upon approval of Application for Certificate of Authority").

### ARTICLE II - NONSURVIVING CORPORATION(S)

The name, state of incorporation, and date of incorporation or qualification, respectively, of each Indiana domestic corporation and Indiana-qualified foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation <b>PLEASE SEE ATTACHED EXHIBIT B</b>	
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day, year)
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day, year)
Name of Corporation	
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day, year)

### ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

**ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1, 2, 3 or 4)**

SECTION 1: Membership vote not required

The merger was adopted by the incorporators or board of directors without membership action and membership action was not required.

SECTION 2: Vote of members

The designation, number of outstanding members, number of votes entitled to be cast by each class entitled to vote separately on the plan, and number of votes of each class represented at the meeting is set forth below.

	TOTAL	A	B	C
Designation of each class (if applicable)				
Number of outstanding memberships				
Number of votes entitled to be cast				
Number of votes represented at meeting				
Number of members voted in favor				
Number of members voted against				

SECTION 3: Written consent executed on \_\_\_\_\_ and signed by at least 80% of all members.

SECTION 4: Approval by third party

If the corporation's articles of incorporation require the plan of merger to be approved in writing by a specified person other than the board of directors, the corporation has obtained the third party's approval pursuant to IC 23-17-19-3.

**ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2)**

SECTION 1: Membership vote not required

The merger was adopted by the incorporators or board of directors without membership action and membership action was not required.

SECTION 2: Vote of members

The designation, number of outstanding members or delegates, number of votes entitled to be cast by each class entitled to vote separately on the plan, and number of votes of each class represented at the meeting is set forth below.

	TOTAL	A	B	C
Designation of each class (if applicable)	N/A			
Number of outstanding memberships	428			
Number of votes entitled to be cast	428			
Number of votes represented at meeting	68			
Number of members voted in favor	65			
Number of members voted against	2			

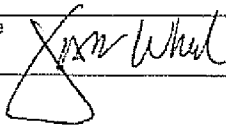
In Witness Whereof, the undersigned being the \_\_\_\_\_ Board Chair \_\_\_\_\_ of the surviving

Title

corporation executes these Articles of Merger and verifies, subject to penalties of perjury, that the statements contained herein are true,

this 26th day of July, 2014.

Signature



Printed name

Jason Wheeler

**EXHIBIT B**  
**ADDENDUM TO ARTICLES OF MERGER**  
**OF SUPPLY CHAIN COUNCIL, INC. INTO**  
American Production and Inventory Control Society, Inc.

**Article II    Nonsurviving Corporation**

The name of the corporation not surviving the merger is Supply Chain Council, Inc. ("Nonsurviving Corporation"). The Nonsurviving Corporation was incorporated as a nonprofit corporation in the State of Pennsylvania, on June 2, 1997, and is not an Indiana-qualified foreign corporation.

**EXHIBIT A**

**PLAN AND AGREEMENT BETWEEN**

2014 JUL 28 PM 4:51

**AMERICAN PRODUCTION AND INVENTORY CONTROL SOCIETY, INC. AND  
SUPPLY CHAIN COUNCIL, INC.**

This Plan and Agreement of Merger, made and entered into this 26th day of July, 2014, by and between American Production and Inventory Control Society, Inc. an Indiana nonprofit corporation ("APICS") and Supply Chain Council, Inc., a Pennsylvania nonprofit corporation ("SCC"), said corporations being hereinafter sometimes referred to jointly as "Constituent Corporations."

**WITNESSETH:**

WHEREAS, APICS is a corporation organized and existing under the laws of the State of Indiana, its Articles of Incorporation having been first filed with the office of the Indiana Secretary of State on October 30, 1957.

WHEREAS, SCC is a corporation organized and existing under the laws of the State of Pennsylvania, its Articles of Incorporation having been first filed with the office of the Pennsylvania Secretary of State on June 2, 1997.

WHEREAS, the governing bodies of APICS and SCC deem it advisable that APICS and SCC undergo a corporate merger on the terms and conditions hereinafter set forth, and in accordance with the applicable provisions of the Indiana Nonprofit Corporation Act and Pennsylvania Nonprofit Corporation Law which permits such mergers.

NOW THEREFORE, in consideration of the premises and of the agreements, covenants and conditions hereinafter set forth, APICS and SCC, each by their respective governing bodies, hereby agree each with the other as follows:

**ARTICLE I**

APICS and SCC shall be merged into a single corporation, in accordance with the provisions of the Indiana Nonprofit Corporation Act and Pennsylvania Nonprofit Corporation Law by SCC merging into APICS, and APICS shall be the surviving corporation of the merger.

**ARTICLE II**

Upon the merger becoming effective: (1) the constituent corporations shall be a single corporation and the name of the surviving corporation, shall remain APICS; (2) the separate existence of SCC shall cease, except to the extent provided for by the laws of the State of Pennsylvania in the case of a corporation after its merger to another corporation; (3) the surviving corporation shall thereupon possess all the rights, privileges, immunities and franchises of each of the Constituent Corporations, and all property, real, personal and mixed, and debts due on whatever account, and every other interest belonging to or due to each of the Constituent Corporations shall be deemed to be transferred to and vested in APICS as the surviving corporation, without further act or deed; and the title to any real estate, or any interest therein, vested in any of the Constituent Corporations shall not revert to or be in any way impaired by reason of the merger but shall vest in the surviving corporation; (4) the surviving corporation shall thenceforth be responsible and liable for all of the liabilities and obligations of each of the Constituent Corporations; and any claim existing or action or proceeding pending by or against any of the Constituent

Corporations may be prosecuted to judgment by the surviving corporations as if the merger had not taken place, or the surviving corporation may be substituted in place of the Constituent Corporations. Neither the rights of creditors nor any liens upon the property of any of the Constituent Corporations shall be impaired by the merger; (5) the Articles of Incorporation and bylaws of APICS, as existing and constituted immediately prior to the effective date of the merger shall be the Articles of Incorporation and bylaws of the surviving corporation; (6) for all accounting purposes, the effective date of the merger shall be deemed to be 12:00am on August 1, 2014 ("Effective Date").

### ARTICLE III

The surviving corporation shall pay all expenses and have full authority to carry this Plan and Agreement of Merger into effect and accomplishing the merger provided for herein.

### ARTICLE IV

The assets and liabilities of SCC, at the effective date of the merger, shall be taken on the books of APICS, as the surviving corporation at the amounts at which they, respectively, shall on such date, be carried on the books of SCC.

### ARTICLE V

Initially there shall be twenty-four directors of the surviving corporation, the names and terms of office of these twenty-four persons constituting the board are set forth in Addendum One. The number of directors of the surviving corporation shall be reduced to twelve (12) persons on December 31, 2014 pursuant to the surviving corporation's bylaws and in accordance with the terms of office set forth in Addendum One. The persons constituting the officers of APICS immediately prior to the effective date of the merger shall be deemed to be the officers of the surviving corporation upon the effective date of the merger. Thereafter, other persons may be elected or appointed to such offices from time to time in accordance with the bylaws of the surviving corporation. All members of both APICS and SCC shall continue to be members in good standing of the surviving corporation.

### ARTICLE VI

If at any time the surviving corporation shall consider or be advised that any further assignment or assurance in law is necessary or desirable to vest in the surviving corporation the title to any property or rights of any of the Constituent Corporations, the proper officers and directors of the Constituent Corporations shall execute and deliver all such proper assignments, conveyances and assurances in law and do all things necessary or proper to vest such property or rights in the surviving corporation, and otherwise to carry out the purposes of this Plan and Agreement of Merger.

### ARTICLE VII

This Plan and Agreement of Merger was approved by the Board of Directors of APICS and the members of SCC in accordance with the requirements of their respective bylaws, and applicable provisions of the Indiana Nonprofit Corporation Act and the Pennsylvania Nonprofit Corporation Law.

[Signatures Follow on Separate Page]



IN WITNESS WHEREOF, APICS and SCC have caused this Plan and Agreement of Merger to be signed by their respective Presidents and Secretaries as of the dates set forth above. 2014 JUL 28 PM 4:51

**American Production and Inventory Control Society, Inc. ("APICS")**

  
\_\_\_\_\_  
Jason Wheeler, Board Chair of APICS

**Supply Chain Council, Inc. ("SCC")**

  
\_\_\_\_\_  
John Wells, Executive Director/Board Chair of SCC

ADDENUM ONE TO  
PLAN AND AGREEMENT BETWEEN  
AMERICAN PRODUCTION AND INVENTORY CONTROL SOCIETY, INC. &  
SUPPLY CHAIN COUNCIL, INC.

RECORDED  
2014 JUL 28 PM 4:51

Names and Terms of Initial Board of Directors of the Surviving Corporation\*

	<u>Directors</u>	<u>Terms of Office</u>
APICS	1.	
	2.	
	3.	
	4.	
	5.	
	6.	
	7.	
	8.	
	9.	
	10.	
	11.	
	12.	
SCC	13.	
	14.	
	15.	
	16.	
	17.	
	18.	
	19.	
	20.	
	21.	
	22.	
	23.	
	24.	

Names and Terms of Board of Directors Effective December 31, 2014\*

	<u>Directors</u>	<u>Terms of Office</u>
	1.	
	2.	
	3.	
	4.	
	5.	
	6.	
	7.	
	8.	
	9.	
	10.	
	11.	
	12.	

\* To be completed and approved by the governing bodies of SCC and APICS following SCC Membership approval and prior to filing of Articles of Merger by both entities.