

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM340750

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/13/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hoffinger Industries, Inc.		03/21/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Hoffinger Industries, Inc.		
Street Address:	315 North Sebastian Street		
City:	West Helena		
State/Country:	ARKANSAS		
Postal Code:	72390		
Entity Type:	CORPORATION: ARKANSAS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1314483	SILICA II	
CORRESPONDENCE DATA			
Fax Number:	5019187820		
<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:	501-688-8820		
Email:	hivester@mwlaw.com		
Correspondent Name:	Hermann Ivester		
Address Line 1:	425 W. Capitol Avenue		
Address Line 2:	Suite 1800		
Address Line 4:	Little Rock, ARKANSAS 72201		
ATTORNEY DOCKET NUMBER:	18998-31		
NAME OF SUBMITTER:	Hermann Ivester		
SIGNATURE:	/Hermann Ivester/		
DATE SIGNED:	05/08/2015		
Total Attachments: 9			
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Delaware

PAGE 1

The First State

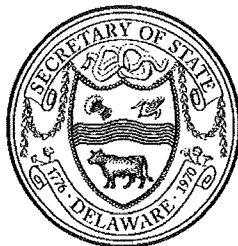
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

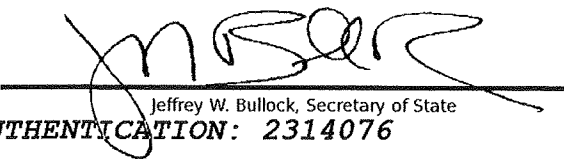
"HOFFINGER INDUSTRIES, INC.", A DELAWARE CORPORATION,
WITH AND INTO "HOFFINGER INDUSTRIES, INC." UNDER THE NAME OF
"HOFFINGER INDUSTRIES, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF ARKANSAS, AS RECEIVED
AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF MARCH, A.D.
2012, AT 4 O'CLOCK P.M.

0572215 8100M

150512346

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2314076

DATE: 04-22-15

TRADEMARK
REEL: 005513 FRAME: 0032

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION INTO
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is Hoffinger Industries, INC., a Arkansas corporation, and Hoffinger Industries, INC., a Delaware corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Hoffinger Industries, INC., a Arkansas corporation.

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

FIFTH: The merger is to become effective on 3/21/2012.

SIXTH: The Agreement of Merger is on file at Hoffinger Industries 315 N. Sebastian West Helena, AR 72390 the place of business of the surviving corporation.

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

EIGHT: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 315 N. Sebastian West Helena, AR 72390.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 21 day of MARCH, A.D., 2012.

By: 
Authorized Officer

Name: DOUG HOLLOWELL
Print or Type

Title: President

STATE OF ARKANSAS



Mark Martin

ARKANSAS SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greetings:

I, Mark Martin, Arkansas Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

Articles Of Merger

of

HOFFINGER INDUSTRIES, INC.

with and into

HOFFINGER INDUSTRIES, INC.

filed in this office April 13, 2012.



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 13th day of April, 2012.

Mark Martin

Arkansas Secretary of State

TRADEMARK

REEL: 005513 FRAME: 0035



**ARTICLES OF MERGER
OF
HOFFINGER INDUSTRIES, INC.
a Delaware corporation**

with and into

**HOFFINGER INDUSTRIES, INC.
an Arkansas corporation**

Hoffinger Industries, Inc., an Arkansas corporation ("Hoffinger-AR") and Hoffinger Industries, Inc., a Delaware corporation ("Hoffinger-DE"), hereby adopt the following Articles of Merger for the purpose of merging Hoffinger-DE into Hoffinger-AR (the "Merger") and do hereby certify that:

1. Hoffinger-AR is a corporation duly organized and existing under the laws of the state of Arkansas, and shall be the surviving corporation in the Merger.
2. Hoffinger-DE is a corporation duly organized and existing under the laws of the state of Delaware.
3. The Plan and Agreement of Merger (the "Plan of Merger") setting forth the terms and conditions of the merger of Hoffinger-DE with and into Hoffinger-AR is attached to these Articles as Exhibit A and incorporated herein by reference.
4. Approval of the shareholders of the corporations which are parties to the merger was required.
5. There are 566,421 shares of common stock of Hoffinger-AR issued and outstanding that were entitled to vote on the Plan of Merger. 566,421 shares were voted in favor of the Plan of Merger and no shares were voted against the Plan of Merger. 566,421 shares voted for the Plan of Merger was a sufficient number of votes to approve the Plan of Merger.

6. There are 892,500 shares of common stock of Hoffinger-DE issued and outstanding that were entitled to vote on the Plan of Merger. 892,500 shares were voted in favor of the Plan of Merger and no shares were voted against the Plan of Merger. 892,500 shares voted for the Plan of Merger was a sufficient number of votes to approve the Plan of Merger.

7. There are 292,500 shares of Class B stock of Hoffinger-DE issued and outstanding that were entitled to vote on the Plan of Merger. 292,500 shares were voted in favor of the Plan of Merger and no shares were voted against the Plan of Merger. 292,500 shares voted for the Plan of Merger was a sufficient number of votes to approve the Plan of Merger.

7. The effective date of the Merger is the filing of these Articles of Merger.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on this 12 day of April, 2012.

HOFFINGER INDUSTRIES, INC.
an Arkansas corporation

By: 
Wayne D. Hollowell, Jr., President

HOFFINGER INDUSTRIES, INC.
a Delaware corporation

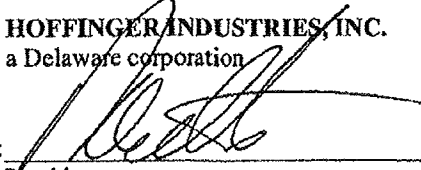
By: 
President

EXHIBIT "A"
PLAN AND AGREEMENT OF MERGER
BETWEEN
HOFFINGER INDUSTRIES, INC., a Delaware corporation
AND
HOFFINGER INDUSTRIES, INC., an Arkansas corporation

This Plan and Agreement of Merger (the "Plan") is made effective as of the 21st day of March, 2012, by and between Hoffinger Industries, Inc., a Delaware Corporation ("Hoffinger-DE"), and Hoffinger Industries, Inc., an Arkansas Corporation ("Hoffinger-AR").

WITNESSETH:

WHEREAS, Hoffinger-DE is a corporation organized and existing under the laws of the state of Delaware, its Certificate of Incorporation having been filed in the Office of the Secretary of the State of Delaware on September 1, 1961; and

WHEREAS, Hoffinger-AR is a corporation organized and existing under the laws of the State of Arkansas; and

WHEREAS, the Board of Directors of each of the constituent corporations deems it advisable, fair and equitable and to the advantage, welfare, and best interests of each of the constituent corporations and their shareholders to merge Hoffinger-DE with and into Hoffinger-AR, with Hoffinger-AR being the surviving corporation on the terms and conditions hereafter set forth, in accordance with the applicable provisions of the statutes of the State of Delaware and Arkansas respectively, which permit such merger;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements, covenants and provisions of the parties hereto, and being duly approved by resolutions adopted by the Boards of Directors of the respective parties, Hoffinger-DE and Hoffinger-AR, have agreed and do hereby agree, each with the other as follows:

1. Hoffinger-DE and Hoffinger-AR shall be merged into a single corporation, in accordance with the applicable provisions of the laws of the State of Delaware and of the State of Arkansas, by Hoffinger-DE merging into Hoffinger-AR, which shall be the surviving corporation.

2. The merger shall become effective as provided in the applicable laws of the State of Delaware and the State of Arkansas upon the filing of Certificate of Merger and/or Articles of Merger, as applicable with the Secretary of State of Delaware and the Secretary of State of Arkansas (the "Effective Date").

3. From and after the Effective Date, Hoffinger-DE and Hoffinger-AR shall be a single corporation which shall be Hoffinger-AR, as the surviving corporation, and as the surviving corporation, Hoffinger-AR shall continue to exist under its present name pursuant to the applicable provisions of the laws of the State of Delaware and the State of Arkansas, and the separate existence of Hoffinger-DE shall cease except to the extent provided by the laws of the State of Delaware in the case of a corporation after its merger into another corporation.

4. The Certificate of Incorporation and the Bylaws of Hoffinger-AR shall not be amended in any respect by this Plan and the same shall continue in full force and effect as the Certificate of Incorporation and Bylaws of Hoffinger-AR.

5. Each share of Hoffinger-DE stock shall be canceled and retired and shall cease to exist upon the Effective Date of the merger contemplated by the Plan.

6. In the event that this Plan shall have been fully approved and adopted by the parties in accordance with the provisions of all applicable laws, the parties agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Delaware and the State of Arkansas, and that they will cause to be performed all necessary acts within the State of Delaware and the State of Arkansas and elsewhere to effectuate the merger provided for herein.

7. The Board of Directors and all of the officers of Hoffinger-DE and Hoffinger-AR are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan or of the merger provided for herein.

8. This Plan may be executed in counterparts each of which together constitutes one document.

IN WITNESS WHEREOF, this Plan is hereby executed on behalf of Hoffinger-DE and Hoffinger-AR.

HOFFINGER INDUSTRIES, INC.
a Delaware corporation

By: 
President

HOFFINGER INDUSTRIES, INC.
an Arkansas corporation

By: 
Doug Hollowell, President

**CERTIFICATE
OF
SECRETARY OR ASSISTANT SECRETARY
OF
HOFFINGER INDUSTRIES, INC.**

The undersigned, being the Secretary or Assistant Secretary of Hoffinger Industries, Inc., a Delaware corporation, does hereby certify that approval has been given to the adoption of the foregoing Plan and Agreement of Merger by the shareholders of all of the outstanding stock of said corporation, in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

Dated April 12 2012

Name: Ben Willey
Title: Controller