

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM341024

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Coen Company, LLC		12/31/2014	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	John Zink Company, LLC
Street Address:	11920 East Apache Street
City:	Tulsa
State/Country:	OKLAHOMA
Postal Code:	74116
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	0758442	"A.C."
Registration Number:	3641546	COEN
Registration Number:	0674197	COEN
Registration Number:	4102306	COEN
Registration Number:	0629993	FYR-COMPAK
Registration Number:	0774983	FYR-PROGRAMMER
Registration Number:	2617538	ISCAN
Registration Number:	0863139	MANIFILM
Registration Number:	2643716	POWER PLUS
Registration Number:	2004626	QLN
Registration Number:	1997291	QUANTUM LOW NOX

CORRESPONDENCE DATA

Fax Number: 3168288494

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: 316-828-4188

Email: amy.gagich@kochps.com

Correspondent Name: Amy Gagich

TRADEMARK

Address Line 1: 4111 E. 37th Street N.
Address Line 4: Wichita, KANSAS 67220

NAME OF SUBMITTER: Amy Gagich

SIGNATURE: /Amy Gagich/

DATE SIGNED: 05/12/2015

Total Attachments: 8

source=Coen Company LLC and John Zink Company LLC - Merger Agreement#page1.tif
source=Coen Company LLC and John Zink Company LLC - Merger Agreement#page2.tif
source=Coen Company LLC and John Zink Company LLC - Merger Agreement#page3.tif
source=Coen Company LLC and John Zink Company LLC - Merger Agreement#page4.tif
source=Coen Company LLC and John Zink Company LLC - Merger Agreement#page5.tif
source=Coen Company LLC and John Zink Company LLC - Merger Agreement#page6.tif
source=Supplemental_Coen TMs Transferred to JZC#page1.tif
source=Supplemental_Coen TMs Transferred to JZC#page2.tif

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT OF MERGER ("Agreement") is entered into pursuant to the Delaware Limited Liability Company Act Section 18-209 and effective on December 31, 2014, at 11:59 pm EST, among Coen Company, LLC and John Zink Company, LLC (sometimes hereinafter collectively referred to as (the "Companies") and KCTG Holdings, LP:

WITNESSETH:

WHEREAS, John Zink Company, LLC is a limited liability company duly organized and existing under the laws of the State of Delaware (sometimes hereinafter referred to as the "Surviving Company"), of which its sole membership interest owner is KCTG Holdings, LP, a Delaware limited partnership (hereinafter referred to as "KCTG");

WHEREAS, Coen Company, LLC, a limited liability company duly organized and existing under the laws of the State of Delaware (sometimes hereinafter referred to as the "Merged Company"), of which its sole membership interest owner is KCTG;

WHEREAS, John Zink Company, LLC and Coen Company, LLC deem it advisable for the general welfare and advantage of said Companies to merge the Companies into a single company pursuant to this Agreement, and the applicable provisions of the laws of the State of Delaware (the "Merger"); and

WHEREAS, KCTG hereby approves the Merger of the Companies into a single Delaware limited liability company pursuant to this Agreement.

NOW THEREFORE, the Companies, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe to the terms and conditions of said Merger and mode of carrying the same into effect as follows:

FIRST: Effective on December 31, 2014 at 11:59 pm EST, and the filing of the Certificate of Merger in the State of Delaware, Coen Company, LLC shall be merged with and into John Zink Company, LLC, the existence of Coen Company, LLC shall cease, and the existence of John Zink Company, LLC shall continue under the name "John Zink Company, LLC"; and the Surviving Company shall become subject to all the debts and liabilities of the Merged Company in the same manner as if it had itself incurred them.

SECOND: The Certificate of Formation of the Surviving Company shall continue to be its Certificate of Formation following the effective date of the Merger.

THIRD: The manner of converting the membership interest of the Merged Company shall be as follows:

- All of the membership interest of Coen Company, LLC, upon the filing of the Certificate of Merger, shall forthwith be surrendered by KCTG and cancelled.

Membership interest of the Surviving Company will be in KCTG, the sole membership interest owner of John Zink Company, LLC, by operation of law.

FOURTH: The terms and conditions of the Merger are as follows:

(A) The Limited Liability Company Agreement of the Surviving Company as it shall exist on the effective date of this Agreement shall be and remain the Limited Liability Company Agreement of the Surviving Company until the same shall be altered, amended, or repealed as therein provided.

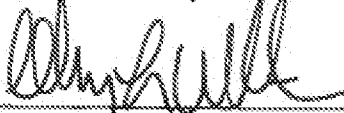
(B) Upon the Merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merged Company shall be transferred to, vested in, and devolve upon the Surviving Company without further act or deed, and all property, rights, and every other interest of the Surviving Company and the Merged Company shall be as effectively the property of the Surviving Company as they were of each Company respectively. The Merged Company hereby agrees from time to time, as and when requested by the Surviving Company or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the Surviving Company may deem necessary or desirable in order to vest in and confirm to the Surviving Company title to and possession of any property of the Merged Company acquired or to be acquired by reason of or as a result of the Merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers and managers of the Merged Company and the proper officers and managers of the Surviving Company are fully authorized in the name of the Merged Company or otherwise to take any and all such action.

The Secretary of State of Delaware is irrevocably appointed agent for receipt of Service of Process on behalf of Coen Company, LLC. The address to which process may be mailed is Jody Davis c/o Koch Industries, Inc., 4111 East 37th Street North, Wichita, Kansas 67220.


Signature Page to Follow

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by the shareholder, have caused this Agreement of Merger executed by an authorized person of each party hereto as the respective act, deed and agreement of each of said Companies, on the day and year first herein written.

COEN COMPANY, LLC

By 
Name: Tim Webster
Title: President

JOHN ZINK COMPANY, LLC

By 
Name: Jimmy Dean Goodman
Title: President

KCTG HOLDINGS, LP

By: KCTG GP 1, LLC – its general partner

By _____
Name: Robert A. DiFulgentiz
Title: President



IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by the shareholder, have caused this Agreement of Merger executed by an authorized person of each party hereto as the respective act, deed and agreement of each of said Companies, on the day and year first herein written.

COEN COMPANY, LLC

By _____
Name: Tim Webster
Title: President

JOHN ZINK COMPANY, LLC

By _____
Name: Jimmy Dean Goodman
Title: President

KCTG HOLDINGS, LP

By: KCTG GP 1, LLC – its general partner

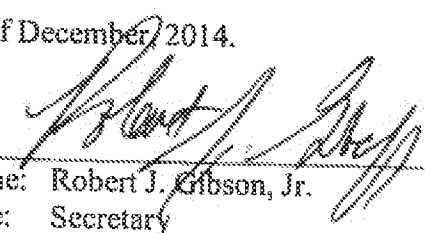
By Robert A. DiFulgenti
Name: Robert A. DiFulgenti
Title: President

ewf

CERTIFICATE

I, Robert J. Gibson, Jr., Secretary of COEN COMPANY, LLC, a limited liability company organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of the said company and having been signed on behalf of John Zink Company, LLC, a limited liability company formed under the laws of the State of Delaware, was duly adopted pursuant to Section 18-209 of the Delaware Limited Liability Company Act and by the written consent of its sole member.

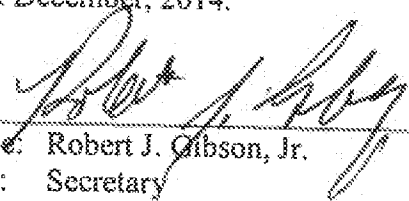
WITNESS my hand on this 19 day of December 2014.

By: 
Name: Robert J. Gibson, Jr.
Title: Secretary

CERTIFICATE

I, Robert J. Gibson, Jr., Secretary of JOHN ZINK COMPANY, LLC, a limited liability company organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of the said company and having been signed on behalf of Coen Company, LLC, a limited liability company formed under the laws of the State of Delaware, was duly adopted pursuant to Section 18-209 of the Delaware Limited Liability Company Act and by the written consent of its sole member.

WITNESS my hand on this 19 day of December, 2014.

By: 
Name: Robert J. Gibson, Jr.
Title: Secretary

COEN COMPANY
TRADEMARKS

TM App.#	TM Reg.#	Trademark Name	Country	Previous Owner	Final Owner	Status	File Date	Issue Date	Renewal Date	Abandoned Date	Matter ID
72/142499	758442	"A.C."	United States	Coen Company Inc.	John Zink Company LLC	ABANDONED	18-Apr-1962	15-Oct-1963	N/A	15-Oct-2013	2007-0646
5644034	5644034	COEN	CTM	Coen Company Inc.	John Zink Company LLC	GRANTED	26-Jan-07	16-Sep-08	26-Jan-17		2008-0087
1841072		COEN	INDIA	Coen Company Inc.	John Zink Company LLC	PENDING	17-Jul-09				2009-0362
S37-035505	628425	COEN	JAPAN	Coen Company Inc.	John Zink Company LLC	GRANTED	01-Nov-62	05-Nov-63	05-Nov-23		2007-0660
1031784	1121701	COEN	MEXICO	Coen Company Inc.	John Zink Company LLC	GRANTED	07-Sep-09	07-Sep-09	07-Sep-19		2009-0193
949182		COEN	THAILAND	Coen Company Inc.	John Zink Company LLC	PENDING	08-Aug-14				2014-0516
949181		COEN	THAILAND	Coen Company Inc.	John Zink Company LLC	PENDING	08-Aug-14				2014-0515
76/657739	3641546	COEN	UNITED STATES	Coen Company Inc.	John Zink Company LLC	GRANTED	03-Apr-06	23-Jun-09	23-Jun-19		2007-0659
72/050282	674197	COEN	UNITED STATES	Coen Company Inc.	John Zink Company LLC	ABANDONED	24-Apr-58	17-Feb-59	N/A	09-May-00	N/A
831299649	831299649	COEN & Design	BRAZIL	Coen Company Inc.	John Zink Company LLC	GRANTED	11-Jan-12	10-Feb-15	10-Feb-25		2012-0264
831299665	831299665	COEN & Design	BRAZIL	Coen Company Inc.	John Zink Company LLC	GRANTED	11-Jan-12	10-Feb-15	10-Feb-25		2012-0266
831299657	831299657	COEN & Design	BRAZIL	Coen Company Inc.	John Zink Company LLC	GRANTED	11-Jan-12	10-Feb-15	10-Feb-25		2012-0265
831299614	831299614	COEN & Design	BRAZIL	Coen Company Inc.	John Zink Company LLC	GRANTED	11-Jan-12	10-Feb-15	10-Feb-25		2012-0083
1558774	847062	COEN & Design	CANADA	Coen Company Inc.	John Zink Company LLC	GRANTED	06-Jan-12	26-Mar-13	26-Mar-28		2012-0112
4222110	4222110	COEN & Design	CHINA	Coen Company Inc.	John Zink Company LLC	GRANTED	16-Aug-04	14-Feb-07	13-Feb-17		2008-0027
10509669	10509669	COEN & Design	CTM	Coen Company Inc.	John Zink Company LLC	GRANTED	20-Dec-11	18-May-12	20-Dec-21		2012-0113
63226	1063395	COEN & Design	FRANCE	Coen Company Inc.	John Zink Company LLC	ABANDONED	06-Sep-68	18-Aug-78	N/A	In 1988	2008-0086
1031785	1122030	COEN & Design	MEXICO	Coen Company Inc.	John Zink Company LLC	GRANTED	07-Sep-09	07-Sep-09	07-Sep-19		2009-0194
1240072	1289616	COEN & Design	MEXICO	Coen Company Inc.	John Zink Company LLC	GRANTED	09-Jan-12	07-Jun-12	09-Jan-22		2012-0109
1240074	1289618	COEN & Design	MEXICO	Coen Company Inc.	John Zink Company LLC	GRANTED	09-Jan-12	07-Jun-12	09-Jan-22		2012-0110
1240075	1334513	COEN & Design	MEXICO	Coen Company Inc.	John Zink Company LLC	GRANTED	09-Jan-12	30-Nov-12	09-Jan-22		2012-0111
949183		COEN & Design	THAILAND	Coen Company Inc.	John Zink Company LLC	PENDING	08-Aug-14				2014-0517
949184		COEN & Design	THAILAND	Coen Company Inc.	John Zink Company LLC	PENDING	08-Aug-14				2014-0518
85/368150	4102306	COEN & Design	UNITED STATES	Coen Company Inc.	John Zink Company LLC	GRANTED	11-Jul-11	21-Feb-12	21-Feb-22		2011-0263
71/687542	629993	FYR-COMPAK	UNITED STATES	Coen Company Inc.	John Zink Company LLC	GRANTED	16-May-55	03-Jul-56	03-Jul-16		2007-0652
72/183375	774983	FYR-PROGRAMMER	UNITED STATES	Coen Company Inc.	John Zink Company LLC	ABANDONED	23-Dec-63	11-Aug-64	N/A	11-Aug-14	2007-0649
76/255132	2617538	ISCAN	UNITED STATES	Coen Company Inc.	John Zink Company LLC	GRANTED	10-May-01	10-Sep-02	10-Sep-22		2007-0654
72/291968	863139	MANIFILM	UNITED STATES	Coen Company Inc.	John Zink Company LLC	ABANDONED	27-Feb-68	07-Jan-69	N/A	07-Jan-09	2007-0648

TRADEMARK

COEN COMPANY
TRADEMARKS

TM App.#	TM Reg.#	Trademark Name	Country	Previous Owner	Final Owner	Status	File Date	Issue Date	Renewal Date	Abandoned Date	Matter ID
76/013606	2643716	POWER PLUS	UNITED STATES	Coen Company Inc.	John Zink Company LLC	ABANDONED	28-Mar-00	29-Oct-02	N/A	29-Oct-08	2007-0655
74/435400	2004626	QLN (Stylized)	UNITED STATES	Coen Company Inc.	John Zink Company LLC	GRANTED	10-Sep-93	01-Oct-96	01-Oct-16		2007-0656
74/435399	1997291	QUANTUM LOW NOX	UNITED STATES	Coen Company Inc.	John Zink Company LLC	GRANTED	10-Sep-93	27-Aug-96	27-Aug-16		2007-0658