

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM344936

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bootz Manufacturing Company		06/11/2015	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BOOTZ MANUFACTURING COMPANY, LLC		
<b>Street Address:</b>	1400 PARK STREET		
<b>City:</b>	EVANSVILLE		
<b>State/Country:</b>	INDIANA		
<b>Postal Code:</b>	47710		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: INDIANA		
<b>PROPERTY NUMBERS Total: 8</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4675405	SHOWERCAST	
<b>Registration Number:</b>	1865240	SYNIRON	
<b>Registration Number:</b>	3040959	B BOOTZ INDUSTRIES	
<b>Registration Number:</b>	3037934	BOOTZCAST	
<b>Registration Number:</b>	3927033	ULTRACAST	
<b>Registration Number:</b>	4027754	DURABRACE	
<b>Registration Number:</b>	1787448	ULTRA TUFF	
<b>Registration Number:</b>	1855148	BISCAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8004043970		
<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>	(713) 223-2300		
<b>Email:</b>	docketing@bgllp.com		
<b>Correspondent Name:</b>	BRACEWELL & GIULIANI LLP		
<b>Address Line 1:</b>	P.O. BOX 61389		
<b>Address Line 4:</b>	HOUSTON, TEXAS 77208-1389		
<b>ATTORNEY DOCKET NUMBER:</b>	000429.000004		
<b>NAME OF SUBMITTER:</b>	Taylor P. Evans		

OP \$215.00 4675405

<b>SIGNATURE:</b>	/Taylor P. Evans/
<b>DATE SIGNED:</b>	06/17/2015
<b>Total Attachments: 8</b> source=AssignmentMerger_BootzManufacturingCompanyLLC#page1.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page2.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page3.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page4.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page5.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page6.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page7.tif source=AssignmentMerger_BootzManufacturingCompanyLLC#page8.tif	

**STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF EXISTENCE**

To Whom These Presents Come, Greeting:

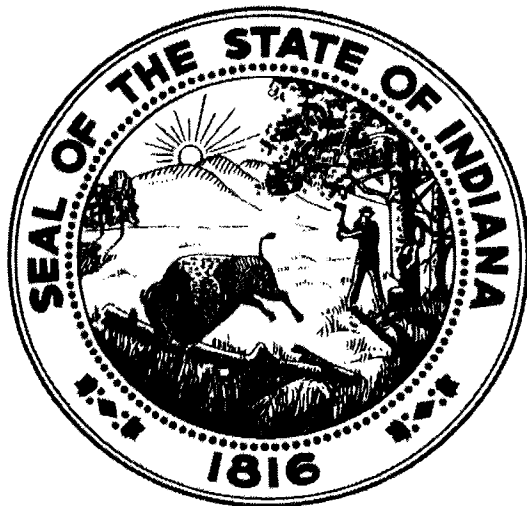
I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

**BOOTZ MANUFACTURING COMPANY, LLC**

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on June 07, 2015, and was in existence or authorized to transact business in the State of Indiana on June 12, 2015.

I further certify this Domestic Limited Liability Company (LLC) has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twelfth Day of June, 2015.

*Connie Lawson*

CONNIE LAWSON, Secretary of State

2015060800188 / 2015061248450

**TRADEMARK  
REEL: 005555 FRAME: 0058**

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

**CERTIFICATE OF MERGER**

of

**BOOTZ ACQUISITION LLC**

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Merger of the above Domestic Limited Liability Company (LLC) 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 Business Flexibility Act.

The following non-surviving entity(s):

**BOOTZ MANUFACTURING COMPANY**

a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:

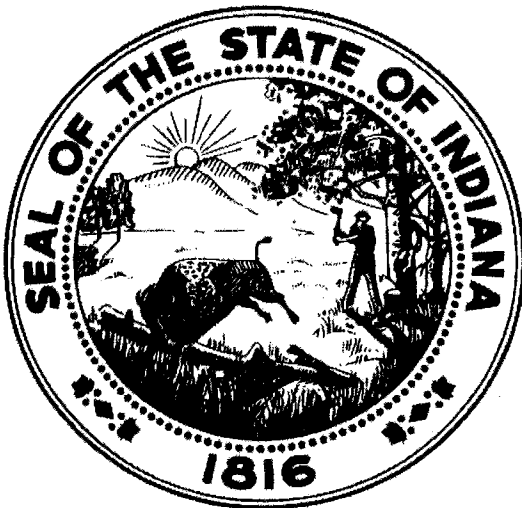
**BOOTZ ACQUISITION LLC**

The name following said transaction will be:

**BOOTZ MANUFACTURING COMPANY, LLC**

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, June 11, 2015.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, June 11, 2015.



*Connie Lawson*

CONNIE LAWSON,  
SECRETARY OF STATE

2015060800188 / 2015061248449

**TRADEMARK  
REEL: 005555 FRAME: 0059**



**ARTICLES OF CROSS-SPECIES MERGER**  
**Resulting in the Formation of a Limited Liability Company**  
 State Form 51583 (R3 / 8-14)  
 Approved by State Board of Accounts, 2014

RECEIVED  
 CORPORATIONS DIV

15 JUN 11 AM 8:56

CONNIE LAWSON  
 SECRETARY OF STATE  
 CORPORATE DIVISION  
 302 W. Washington Street, Rm. E018  
 Indianapolis, IN 46204  
 Telephone: (317) 232-6576

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

Indiana Code 23-1-18-3

FILING FEE: \$30.00

**ARTICLES OF CROSS-SPECIES MERGER**  
**OF**  
 \_\_\_\_\_  
**BOOTZ MANUFACTURING COMPANY**  
 (hereinafter "Non-surviving Business Entity" ("Entities") and/or "Non-surviving Corporation")

**INTO**  
 \_\_\_\_\_  
**BOOTZ ACQUISITION LLC**  
 (hereinafter "Surviving LLC")

**APPROVED AND FILED**  
*Connie Lawson*  
 IND. SECRETARY OF STATE

**ARTICLE I: PLAN OF CROSS-SPECIES MERGER**

Please set forth the Plan of Cross-Species Merger, attach herewith, and designate it as "Exhibit A." The Plan of Cross-Species Merger must state the following:

- The name of each Non-surviving Corporation incorporated in Indiana and/or the name and jurisdiction of formation, organization, or incorporation of each Non-surviving Business Entity;
- The name of Surviving LLC;
- The terms and conditions of the merger;
- The manner and basis of converting the shares or rights thereof of Non-surviving Corporation and/or the interests, obligations, shares, other securities, or rights thereof of Non-surviving Business Entity (Entities) and/or Non-surviving Corporation(s) into the shares, obligations, assets, other securities, or rights thereof of Surviving LLC; and
- All statements required to be set forth in the plan of merger by the laws under which each Non-surviving Business Entity is formed, organized, or incorporated.

The relevant Indiana Code sections for the Plan of Merger are as follows:

- 23-1-40-8(c)(4) if a corporation is a party to the merger;
- 23-18-7-9(c)(4) if a limited liability company is party to the merger;
- 23-4-1-53(c)(4) if a limited liability partnership is a party to the merger; and
- 23-16-3-13(c)(4) if a limited partnership is a party to the merger.

**ARTICLE II: NAME AND PRINCIPLE OFFICE OF SURVIVING LP**

a. The name of Surviving LLC is the following:

**BOOTZ MANUFACTURING COMPANY, LLC**

- (Please note pursuant to *Indiana Code 23-18-2-8*, this name must include the words "Limited Liability Company", "L.L.C.", or "LLC").
- (If Surviving LLC is a foreign LLC, then its name must adhere to the laws of the state in which it is domiciled).

The address of Surviving LLC's Principal Office is the following:

Street address (number and street)	City	State	ZIP code
1400 PARK STREET	EVANSVILLE	IN	47710

**ARTICLE III: REGISTERED OFFICE AND AGENT OF SURVIVING LP**

Registered Agent: The name and street address of Surviving LLC's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent

**CT CORPORATION SYSTEM**

Address of Registered Office (number and street)

**150 W. MARKET STREET, SUITE 800**

City

**INDIANAPOLIS**

State

**Indiana**

ZIP code

**46204**

**ARTICLE IV: MANAGEMENT OF SURVIVING LLC**

Surviving LLC will be managed by one of the following:  The members of Surviving LLC, OR  
 A manager or managers

**ARTICLE V: NON-SURVIVING BUSINESS ENTITIES**

**SECTION 1:** (If any, please list any non-surviving corporations in this merger).

The name, state of incorporation, and the date of incorporation or qualification (if applicable) respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation which is party to the merger are as follows:

Name non-surviving corporation

**BOOTZ MANUFACTURING COMPANY**

State of domicile

**INDIANA**

Date of Incorporation or qualification in Indiana (month, day, year)

**JULY 6, 1949**

Name non-surviving corporation

State of domicile

Date of incorporation or qualification in Indiana (month, day, year)

Name non-surviving corporation

State of domicile

Date of Incorporation or qualification in Indiana (month, day, year)

**SECTION 2:** (If any, please list the Non-surviving Business Entities that not are not a corporation in this merger).

The name, business entity type, state of organization, and date of organization of any Indiana or foreign business entity that is a party to the merger and qualified to do business in Indiana (if applicable).

Name

Type of business entity

State of domicile

Date of organization or qualification (month, day, year)

Name

Type of business entity

State of domicile

Date of organization or qualification (month, day, year)

Name

Type of business entity

State of domicile

Date of organization or qualification (month, day, year)

**ARTICLE VII: MANNER OF ADOPTION AND VOTE OF NON-SURVIVING CORPORATION (if applicable)**

Please complete this Article if a corporation is party to the merger. (Select either A or B):

The designation (i.e. common, preferred, or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange, and the number of votes of each voting group represented at the meeting are set forth below:

- A.  Unanimous consent executed on   JUNE 11  , 20   15   and signed by all shareholders entitled to vote.  
 B.  Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)		VOTING		
NUMBER OF OUTSTANDING SHARES	2870	2870		
NUMBER OF VOTES ENTITLED TO BE CAST	2870	2870		
NUMBER OF VOTES REPRESENTED AT MEETING	2870	2870		
SHARES VOTED IN FAVOR	2870	2870		
SHARES VOTED AGAINST	0	0		

Required:

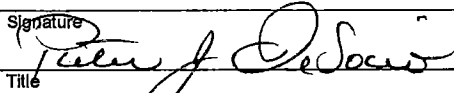
By checking the box, the signator(s) represent(s) that the registered agent named in the application has consented to the appointment of the registered agent.

**ARTICLE VIII: SIGNATURE**

In Witness Whereof, the undersigned, being a duly authorized representative of Surviving LLC, executes these Articles of Cross-Species Merger and verifies, subject to penalty of perjury, that the statements contained herein are true, and that each business entity that is a party to this merger has approved the plan of merger according to Indiana law or according to the laws of the State in which the business entity was organized or incorporated, this

\_\_\_\_\_ 11th \_\_\_\_\_ day of \_\_\_\_\_ JUNE \_\_\_\_\_, 20 15 \_\_\_\_\_.

Signature

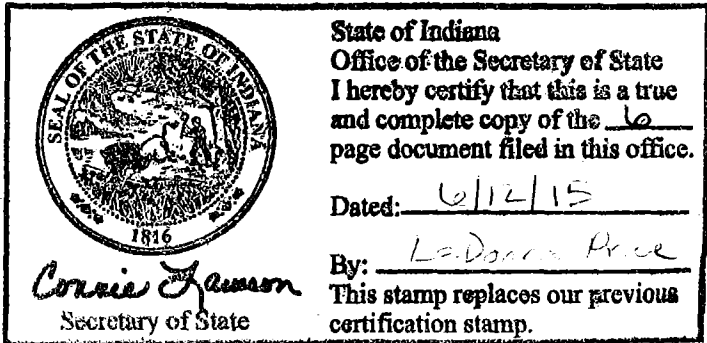


Printed name

PETER J. DESOCIO

Title

MEMBER OF SURVIVING LLC







## PLAN OF MERGER

This Plan of Merger (the "Plan") sets forth the terms and conditions for the merger of Bootz Manufacturing Company ("Merging Corporation"), an Indiana corporation, with and into Bootz Acquisition LLC ("Surviving LLC"), an Indiana limited liability company.

### RECITALS

#### ARTICLE I

##### Name of Constituent Business Entities; Non-Surviving Entity

The business entities that are the parties to this Plan are Bootz Acquisition LLC, an Indiana limited liability company, and Bootz Manufacturing Company, an Indiana corporation, which shall be the non-surviving entity.

#### ARTICLE II

##### Surviving Entity

The Surviving LLC shall be the surviving business entity. The name of the surviving entity upon consummation of the merger shall become Bootz Manufacturing Company, LLC.

#### ARTICLE III

##### Effective Date and Time

The Merger shall be effective upon the filing of Articles of Merger with the Indiana Secretary of State.

#### ARTICLE IV

##### Terms and Conditions

The Merging Corporation shall merge entirely with and into the Surviving LLC. The Surviving LLC shall retain limited liability.

#### ARTICLE V

##### Manner and Basis of Converting Ownership Interests


Upon the effective date of the merger, the shares of the Merging Corporation shall be exchanged for membership interests in the Surviving LLC, and there shall be issued to the shareholders of the Merging Corporation membership interests in the Surviving LLC as follows: each owner of 1,435 shares of Series A capital stock and 12,915 shares of Series B capital stock in the Merging Corporation shall receive a fifty percent (50%) membership interest in the Surviving LLC.

**ARTICLE VI**  
**Effect on Surviving LLC**

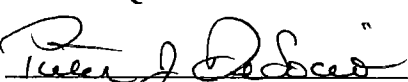
The Articles of Organization and the principal office of the Surviving LLC shall be unchanged upon the merger. The registered agent of the Surviving LLC shall be CT Corporation System. The registered office of the Surviving LLC shall be 150 W. Market Street, Suite 800, Indianapolis, Indiana 46204.

11<sup>th</sup> IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger this day of June, 2015.

**BOOTZ MANUFACTURING COMPANY**

By:   
Peter J. DeSocio, President

**BOOTZ ACQUISITION LLC**

By:   
Peter J. DeSocio, Member