

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM365226

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	06/26/2015		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Titan International, Inc.		06/24/2015	CORPORATION: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Titan International, Inc.		
<b>Street Address:</b>	2701 Spruce Street		
<b>City:</b>	Quincy		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	62301		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2933421	TITAN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7349302494		
<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>	734-761-3780		
<b>Email:</b>	asujek@bodmanlaw.com		
<b>Correspondent Name:</b>	Angela Alvarez Sujek, Bodman PLC		
<b>Address Line 1:</b>	201 S. Division St., Suite 400		
<b>Address Line 4:</b>	Ann Arbor, MICHIGAN 48104		
<b>ATTORNEY DOCKET NUMBER:</b>	41315-34		
<b>NAME OF SUBMITTER:</b>	Angela Alvarez Sujek		
<b>SIGNATURE:</b>	/angela alvarez sujek/		
<b>DATE SIGNED:</b>	12/09/2015		
<b>Total Attachments: 4</b>			
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OP \$40.00 2933421

# 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:

"TITAN INTERNATIONAL, INC.", AN ILLINOIS CORPORATION, WITH AND INTO "TITAN INTERNATIONAL, INC." UNDER THE NAME OF "TITAN INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF JUNE, A.D. 2015, AT 8:04 O'CLOCK A.M.

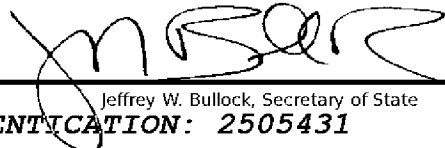
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-SIXTH DAY OF JUNE, A.D. 2015, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5715926 8100M

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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2505431

DATE: 06-26-15

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005683 FRAME: 0683

**CERTIFICATE OF MERGER**

**OF**

**TITAN INTERNATIONAL, INC.  
(an Illinois corporation)**

**WITH AND INTO**

**TITAN INTERNATIONAL, INC.  
(a Delaware corporation)**

(Under Section 252 of the General Corporation Law of the State of Delaware)

The undersigned Titan International, Inc., a Delaware corporation, DOES HEREBY CERTIFY:

1. The name and state or jurisdiction of incorporation of each of the constituent corporations are as follows:

- (a) Titan International, Inc., an Illinois corporation ("Titan Illinois"); and
- (b) Titan International, Inc., a Delaware corporation ("Titan Delaware").

2. The Agreement and Plan of Merger (the "Agreement and Plan of Merger"), dated as of June 5, 2015, between Titan Delaware and Titan Illinois has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(c) (and, with respect to Titan Delaware, by the written consent of its sole stockholder in accordance with Section 228) of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is "Titan International, Inc.", a Delaware corporation (the "Surviving Corporation").

4. The certificate of incorporation of Titan Delaware in effect immediately prior to the merger shall be the certificate of incorporation of the Surviving Corporation.

5. The executed Agreement and Plan of Merger is on file at an office and place of business of the Surviving Corporation at 2701 Spruce Street, Quincy, Illinois 62301.

6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

7. The authorized capital stock of Titan Illinois is as follows:

120,000,000 shares of common stock, without par value, and

4,000,000 shares of preferred stock, without par value.

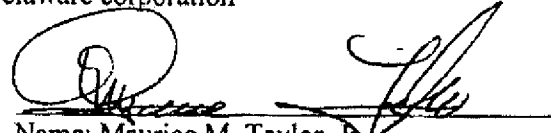
8. The effective time of the merger shall be 11:00 a.m. (EDT) on June 26, 2015.

*[Signature Page Follows]*

IN WITNESS WHEREOF, Surviving Corporation has caused this certificate to be signed  
by a duly authorized officer on this 24th day of June, 2015.

TITAN INTERNATIONAL, INC.,  
a Delaware corporation

By:

  
Name: Maurice M. Taylor, Jr.  
Title: Chief Executive Officer