

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM366308

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2012		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
PASCO Battery Warehouse, Inc.		12/21/2012	CORPORATION: MARYLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PASCO Holdings, LLC		
<b>Street Address:</b>	101 E. Cedar Ln.		
<b>City:</b>	Fruitland		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	21826		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85803763	PRECISION ALTERNATORS & STARTERS	
<b>Serial Number:</b>	85803765	PRECISION BATTERIES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8009610363		
<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>	(314) 749-4059		
<b>Email:</b>	pto@yourtrademarkattorney.com		
<b>Correspondent Name:</b>	Morris E. Turek		
<b>Address Line 1:</b>	167 Lamp and Lantern Village, #220		
<b>Address Line 4:</b>	Chesterfield, MISSOURI 63017-8208		
<b>ATTORNEY DOCKET NUMBER:</b>	P122		
<b>NAME OF SUBMITTER:</b>	Morris E. Turek		
<b>SIGNATURE:</b>	/met20/		
<b>DATE SIGNED:</b>	12/17/2015		
<b>Total Attachments: 7</b>			
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OP \$65.00 85803763

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# CORPORATE CHARTER APPROVAL SHEET

**\*\* EXPEDITED SERVICE\*\*    \*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE 11 BUSINESS CODE \_\_\_\_\_

# \_\_\_\_\_

Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transferor) PASCO BATTERY  
WAREHOUSE, Inc.  
D14595938



1000362004223451

ID # Z14969638 ACK # 1000362004223451  
PAGES: 0007  
PASCO HOLDINGS, LLC

Surviving (Transferee) Pasco Holdings LLC  
Z14969638

12/21/2012 AT 03:09 P WO # 0004071275

New Name \_\_\_\_\_

### FEES REMITTED

Base Fee: 100  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: 50  
Penalty: \_\_\_\_\_  
State Recordation Tax: \_\_\_\_\_  
State Transfer Tax: \_\_\_\_\_  
Certified Copies \_\_\_\_\_  
Copy Fee: \_\_\_\_\_  
Certificates \_\_\_\_\_  
Certificate of Status Fee: \_\_\_\_\_  
Personal Property Filings: \_\_\_\_\_  
Mail Processing Fee: \_\_\_\_\_  
Other: \_\_\_\_\_

TOTAL FEES: 150

\_\_\_\_\_ Change of Name  
\_\_\_\_\_ Change of Principal Office  
\_\_\_\_\_ Change of Resident Agent  
\_\_\_\_\_ Change of Resident Agent Address  
\_\_\_\_\_ Resignation of Resident Agent  
\_\_\_\_\_ Designation of Resident Agent  
and Resident Agent's Address  
\_\_\_\_\_ Change of Business Code  
\_\_\_\_\_ Adoption of Assumed Name  
\_\_\_\_\_ Other Change(s)

Credit Card  Check \_\_\_\_\_ Cash \_\_\_\_\_

\_\_\_\_\_ Documents on \_\_\_\_\_ Checks

Approved By: [Signature]

Keyed By: [Signature]

COMMENT(S): fax

Code \_\_\_\_\_

Attention: \_\_\_\_\_

Mail: Name and Address

OFFIT KURMAN, P.A.  
KATHY LANDICHO  
SUITE 200  
8171 MAPLE LAWN BLVD  
FULTON MD 20759-2519

Stamp Work Order and Customer Number HERE

CUST ID: 0002054695  
WORK ORDER: 0004071275  
DATE: 12-28-2012 11:44 AM  
AMT. PAID: \$150.00

ARTICLES OF MERGER  
PASCO BATTERY WAREHOUSE, INC.  
INTO  
PASCO HOLDINGS, LLC

THESE ARTICLES OF MERGER, dated as of this 10<sup>th</sup> day of September, 2012, pursuant to Sections 3-109 and 4A-701 through 4A-710 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended, (hereinafter referred to as the "Code") are entered into by and between the companies named in ARTICLE THIRD below, which are referred to herein collectively as the "Constituent Companies".

FIRST: The Constituent Companies have agreed to effect a merger, and that the terms and conditions of said merger, the mode of carrying the same into effect and the manner and basis of converting or exchanging the stock and membership interest of each of the stockholders and members of the Constituent Companies pursuant to Section 4A-701 of the Code, and the manner of dealing with any stock and membership interest of the Constituent Companies not to be so converted or exchanged are and shall be as set forth herein.

SECOND: PASCO HOLDINGS, LLC, a Delaware limited liability company, shall be the surviving company (hereinafter sometimes called the "Surviving Company") under the name of PASCO HOLDINGS, LLC.

THIRD: The parties to these Articles of Merger are PASCO BATTERY WAREHOUSE, INC., a corporation organized under Maryland General Corporation Law on March 26, 2012 (hereinafter referred to as PBW, INC.), and PASCO HOLDINGS, LLC, a limited liability company

organized under the Delaware Limited Liability Company Act on September 10, 2012 and qualified to do business in Maryland on November 29, 2012.

FOURTH: The Articles of Organization of the Surviving Company is not being amended.

FIFTH: PBW, INC. has two (2) stockholders who own 100% of the corporation's stock, with two classes of stock. The Surviving Company has two (2) members who own 100% of the membership interest in the same proportion as they owned in PBW, INC.

SIXTH: The manner and basis of converting or exchanging the stock or membership interest of each of the Constituent Companies into different stock or membership interest or other consideration pursuant to Section 3-103 of the Code, and the manner of dealing with any stock or membership interest of the Constituent Companies not to be so converted or exchanged on the Effective Date shall be as follows:

A. The percentage of membership interest of the Surviving Company which exists on the Effective Date (as defined in ARTICLE ELEVENTH herein) shall remain the percentage of membership interest of the Surviving Company.

B. The percentage of capital stock of PBW, INC., if any, issued or held in its treasury on the Effective Date shall be canceled.

C. After the merger transaction described above shall have become effective, except as otherwise provided by the Code with respect to dissenting stockholders, each holder of an outstanding certificate or certificates theretofore representing capital stock of PBW, INC., shall surrender the same to the Surviving Company and each such share shall be cancelled of record.

SEVENTH: The Maryland office of PBW, INC. is located at 1121 South Salisbury Boulevard, Salisbury, MD 21801 in Wicomico, County, MD. The principal office in the State of Delaware is 560 North Dupont Highway, Dover, DE 19901. PBW, INC. owns no property the title to which could be affected by the recording of an instrument among the land records. The name and

address of the Resident Agent of the Company in this State is David Brown, 1121 South Salisbury, MD 21801.

EIGHTH: The principal office of the Surviving Company in its state of organization is 28404 Dupont Blvd., Millsboro, DE 19966. The Surviving Company owns no property in the State of Maryland.

NINTH: A written informal action setting forth approval of these Articles of Merger was signed by all of the members of the Surviving Company, and such written informal action is filed with the minutes of the Surviving Company, all in the manner and by the vote required by the Delaware Limited Liability Company Act and the Charter of the Surviving Company.

TENTH: The Board of Directors of PBW, INC., by unanimous written informal action signed by all the members thereof and filed with the minutes of the proceedings of the Board, duly adopted a resolution declaring that a merger substantially upon the terms and conditions set forth in these Articles of Merger is advisable and directing that these Articles of Merger be submitted for action thereon by the stockholders of PBW, INC. by unanimous written informal action, all in the manner required by the Corporations and Associations Articles of the Annotated Code of Maryland and the Charter of PBW, INC. A unanimous written informal action setting forth approval of these Articles of Merger was signed by all of the stockholders of PBW, INC. entitled to vote thereon, and such unanimous written informal action is filed with the minutes of the proceedings of the stockholders of PBW, INC., all in the manner and by the vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Charter of PBW, INC..

ELEVENTH: Upon the Effective Date:

A. The assets and liabilities of PBW, INC. shall be taken up on the books of the Surviving Company at the amount at which they shall at that time be carried on the books of PBW,

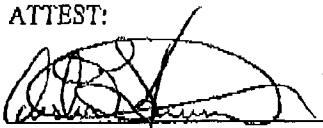
INC., subject to such adjustment, if any, as may be necessary to conform to the Surviving Company's accounting procedures, and

B. All of the rights, privileges, immunities, powers, purposes and PBW, INC. and all property, real, personal and mixed, and all debts due to PBW, INC. on whichever account shall be vested in the Surviving Company, and all property rights, privileges, immunities, powers, purposes, and all and every other interest shall be thereafter as effectually the property of the Surviving Company as they were of PBW, INC., and all debts, liabilities, obligations and duties of PBW, INC. shall thenceforth attach to the Surviving Company and may be enforced against it to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by it.

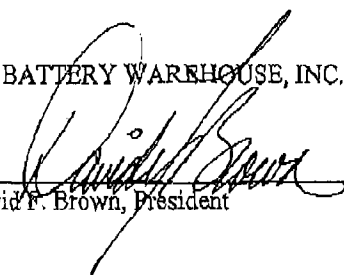
TWELFTH: The merger provided for by these Articles of Merger shall become effective (the "Effective Date") and the separate existence of PBW, INC., except insofar as continued by statute, shall cease on the date that an Agreement of Merger, approved, certified, executed and acknowledged by PBW, INC. and the Surviving Company as required by the Laws of the State of Maryland, is filed for record with the State Department of Assessments and Taxation of Maryland ("SDAT"), or December 31, 2012, whichever is later.

IN WITNESS WHEREOF, PASCO BATTERY WAREHOUSE, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this \_\_\_ day of December, 2012, and its President acknowledges that these Articles of Merger are the act and deed of PASCO BATTERY WAREHOUSE, INC. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

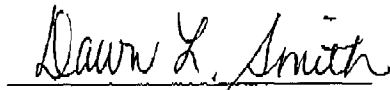
  
Dustin Kenny, Secretary

PASCO BATTERY WAREHOUSE, INC.

By:  (SEAL)  
David F. Brown, President

IN WITNESS WHEREOF, PASCO HOLDINGS, LLC, a party to the merger, has caused these Articles of Merger to be signed in its company name and on its behalf by its respective Managing Member and witnessed as of the 21 day of December, 2012.

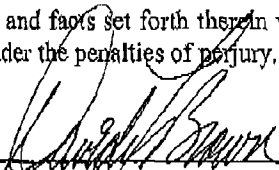
WITNESS:



PASCO HOLDINGS, LLC

By:  (SEAL)  
David F. Brown, Managing Member

THE UNDERSIGNED, President of PASCO BATTERY WAREHOUSE, INC. who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger, to be the official act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

  
David F. Brown, President

THE UNDERSIGNED, Managing Member of PASCO HOLDINGS, LLC, who executed on behalf of said company the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said company, the foregoing Articles of Merger, to be the official act of said company and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

  
David F. Brown, Managing Member

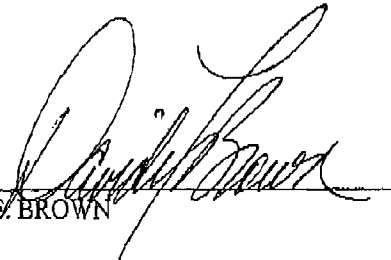


PASCO BATTERY WAREHOUSE, INC.

Consent of Resident Agent

The undersigned, David M. Brown, hereby consents to be named as Resident Agent of PASCO BATTERY WAREHOUSE, INC., a Maryland corporation. The undersigned is a citizen of the State of Maryland and actually resides therein.

Date: December 21, 2012

  
\_\_\_\_\_  
DAVID E. BROWN

CUST ID: 0002854695  
WORK ORDER: 0004071275  
DATE: 12-28-2012 11:44 AM  
AMT. PAID: \$150.00