

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM369852

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	01/01/2016		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CareFree Tire, LLC		12/22/2015	LIMITED LIABILITY COMPANY: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Accella Polyurethane Systems LLC		
<b>Street Address:</b>	2500 Adie Rd.		
<b>City:</b>	Maryland Heights		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	63043		
<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>Registration Number:</b>	3106767	CAREFREE TIRE	
<b>Registration Number:</b>	3057799	NEVERFLAT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2163634588		
<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>	216.363.4677		
<b>Email:</b>	trademark@beneschlaw.com		
<b>Correspondent Name:</b>	Duncan H. Poirier		
<b>Address Line 1:</b>	Benesch Friedlander Coplan & Aronoff LLP		
<b>Address Line 2:</b>	200 Public Square, Suite 2300		
<b>Address Line 4:</b>	Cleveland, OHIO 44114		
<b>ATTORNEY DOCKET NUMBER:</b>	38336-7		
<b>NAME OF SUBMITTER:</b>	Duncan H. Poirier		
<b>SIGNATURE:</b>	/Duncan H. Poirier/		
<b>DATE SIGNED:</b>	01/20/2016		
<b>Total Attachments: 3</b> source=merger 1#page1.tif			

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# Delaware

The First State

Page 1

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:

"COATING & FOAM SOLUTIONS, LLC", A GEORGIA LIMITED LIABILITY COMPANY,

"CAREFREE TIRE, LLC", A CALIFORNIA LIMITED LIABILITY COMPANY, WITH AND INTO "ACCELLA POLYURETHANE SYSTEMS LLC" UNDER THE NAME OF "ACCELLA POLYURETHANE SYSTEMS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2015, AT 2:05 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2016 AT 12:01 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

5428127 8100M  
SR# 20151515705

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

Authentication: 10707954  
Date: 12-30-15

**TRADEMARK**  
**REEL: 005712 FRAME: 0760**

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
A FOREIGN LIMITED LIABILITY COMPANY INTO  
A DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is Accella Polyurethane Systems LLC, a Delaware limited liability company.

**SECOND:** The name of the limited liability companies being merged into this surviving limited liability company are Coating & Foam Solutions, LLC, a Georgia limited liability company and Carefree Tire, LLC, a California limited liability company.

**THIRD:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

**THIRD:** The name of the surviving limited liability company is Accella Polyurethane Systems LLC.

**FOURTH:** The merger is to become effective at 12:01 AM Eastern Standard Time on January 1, 2016.

**FIFTH:** The Agreement of Merger is on file at 2500 Adie Road, Maryland Heights, Missouri 63043, the place of business of the surviving limited liability company.

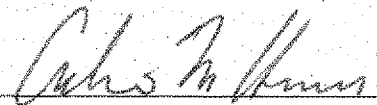
**SIXTH:** A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies or to any other business entity which is to merge or consolidate.

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:05 PM 12/23/2015  
FILED 02:05 PM 12/23/2015  
SR 20151515705 - FileNumber 5428127

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 22<sup>nd</sup> day of December, 2015

ACCELLA POLYURETHANE SYSTEMS LLC

By: \_\_\_\_\_



Andrew M. Harris

Chief Executive Officer and President