

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM379302

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/01/2012
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Byres Security ULC		10/30/2012	Unlimited Liability Corporation: ALBERTA
Miranda Technologies ULC		10/30/2012	Unlimited Liability Corporation: ALBERTA
Belden CDT (Canada) Inc.		10/30/2012	Corporation: ALBERTA

RECEIVING PARTY DATA

Name:	Belden Canada Inc.
Street Address:	3300, 421 - 7th Avenue SW
City:	Calgary, Alberta
State/Country:	CANADA
Postal Code:	T2P 4K9
Entity Type:	Corporation: ALBERTA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3769775	TOFINO

CORRESPONDENCE DATA

Fax Number: 4142974900
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: (414) 271-2400
Email: ipdocketing@foley.com
Correspondent Name: Mark J. Diliberti / Katherine P. Califa
Address Line 1: Foley & Lardner LLP
Address Line 2: 777 E. Wisconsin Avenue
Address Line 4: Milwaukee, WISCONSIN 53202-5306

ATTORNEY DOCKET NUMBER:	096001-0840
NAME OF SUBMITTER:	Jill M. Schenk
SIGNATURE:	/Jill M. Schenk/

OP \$40.00 3769775

DATE SIGNED:

04/04/2016

Total Attachments: 10

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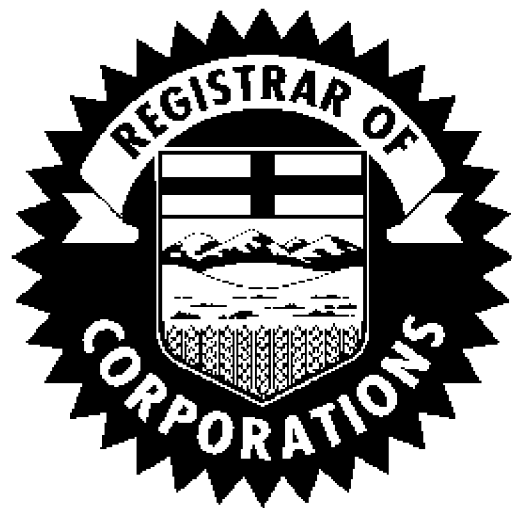
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**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

BELDEN CANADA INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 2012/11/01.



**Articles of Amalgamation
For
BELDEN CANADA INC.**

Share Structure:	THE ATTACHED SCHEDULE RE AUTHORIZED SHARES IS INCORPORATED IN THIS FORM.
Share Transfers Restrictions:	THE ATTACHED SCHEDULE RE SHARE TRANSFER RESTRICTIONS IS INCORPORATED IN THIS FORM.
Number of Directors:	
Min Number of Directors:	1
Max Number of Directors:	15
Business Restricted To:	NONE
Business Restricted From:	NONE
Other Provisions:	THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED IN THIS FORM

**Registration Authorized By: BRIAN E. ANDERSON
SECRETARY**

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2012/11/01

Corporate Access Number: 2017101516

Service Request Number: 18765817
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: BELDEN CANADA INC.
French Equivalent Name:
Nuans Number: 106789627
Nuans Date: 2012/08/27
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

RECORDS ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

ADDRESS FOR SERVICE

BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: THE ATTACHED SCHEDULE RE AUTHORIZED SHARES IS INCORPORATED IN THIS FORM.

Share Transfers Restrictions: THE ATTACHED SCHEDULE RE SHARE TRANSFER RESTRICTIONS IS INCORPORATED IN THIS FORM.

Number of Directors:

Min Number Of Directors: 1

Max Number Of Directors: 15

Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED IN THIS FORM

Professional Endorsement Provided:
Future Dating Required:
Registration Date: 2012/11/01

Director

Last Name: BRANCHAUD
First Name: GUYLAINE
Middle Name:
Street/Box Number: 14 DEBUSSY STREET
City: CANDIAC
Province: QUEBEC
Postal Code: J5R 6C2
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: LONG
First Name: MICHELLE
Middle Name: H.
Street/Box Number: 1342 RIVERDALE CIRCLE
City: CHESTERFIELD
Province: MISSOURI
Postal Code: 63005
Country:
Resident Canadian:
Named On Stat Dec: Y

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
2016981595	BELDEN CDT (CANADA) INC.
2016993343	MIRANDA TECHNOLOGIES ULC
2016993665	BYRES SECURITY ULC

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2012/11/01
Other Rules or Provisions	ELECTRONIC	2012/11/01
Restrictions on Share Transfers	ELECTRONIC	2012/11/01
Statutory Declaration	10000907104991200	2012/11/01

Registration Authorized By: BRIAN E. ANDERSON
SECRETARY

SCHEDULE RE AUTHORIZED SHARES

The authorized capital of the Corporation shall consist of an unlimited number of Class A common shares and an unlimited number of Class B common shares, in each case without nominal or par value. The rights, privileges, restrictions and conditions attaching to the said shares are as set out herein.

1. Subject to the rights of any class of shares that are expressed to rank prior to them, the Class A common shares shall have the following rights, privileges, restrictions and conditions:

- (a) Dividends:

- (i) Non-Cumulative Dividends: Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or rateably with the holders of the Class A common shares, the holders of the Class A common shares shall be entitled to receive and the Corporation shall pay thereon, dividends as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends.

- (ii) In declaring any dividend on the Class A common shares pursuant to Section 1(a)(i) hereof the board of directors of the Corporation may at any time and from time to time elect to treat such dividend as a capital dividend, as defined in the Income Tax Act (Canada) as now enacted or as the same may from time to time be amended, re-enacted or replaced, (a "Capital Dividend") without making a similar election in respect of any dividends on any other class of shares of the Corporation. However, when the board of directors determines to declare and pay a Capital Dividend on the Class A common shares, a taxable dividend on the Class B common shares at the time outstanding in equal or equivalent amounts per share, shall also be declared and paid without preference or distinction.

- (b) Voting Rights: The holders of record of the Class A common shares shall be entitled to receive notice of, and to attend, all meetings of shareholders of the Corporation, except meetings at which only holders of a specified class or series of shares are entitled to vote, and, with respect to each vote taken at such meetings, the holders of record of the common shares shall be entitled to one vote for each Class A common share held.

- (c) Rights on Dissolution: In the event of any distribution, subject to the rights of any class of shares ranking in priority to the Class A common shares, the holders of the Class A common shares and Class B common shares shall be entitled to receive equally, share-for-share, any such distribution.

2. Subject to the rights of any class of shares that are expressed to rank prior to them, the Class B common shares shall have the following rights, privileges, restrictions and conditions:

- (a) Dividends:

- (i) Non-Cumulative Dividends: Subject to the rights of the

holders of any other class of shares of the Corporation entitled to receive dividends in priority to or rateably with the holders of the Class B common shares, the holders of the Class B common shares shall be entitled to receive and the Corporation shall pay thereon, dividends as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends.

- (ii) With respect to any Capital Dividend paid on the Class A common shares, a taxable dividend in equal or equivalent amounts per share, shall also be declared and paid on the Class B common shares, without preference or distinction. In declaring any dividend on the Class B common shares pursuant to Section 2(a)(i) hereof the board of directors of the Corporation may not elect to treat such dividend as a Capital Dividend, notwithstanding that an election has been made in respect of any dividends on any other class of shares of the Corporation.
- (b) **Voting Rights:** The holders of record of the Class B common shares shall be entitled to receive notice of, and to attend, all meetings of shareholders of the Corporation, except meetings at which only holders of a specified class or series of shares are entitled to vote, and, with respect to each vote taken at such meetings, the holders of record of the common shares shall be entitled to one vote for each Class B common share held.
- (c) **Rights on Dissolution:** In the event of any distribution, subject to the rights of any class of shares ranking in priority to the Class B common shares, the holders of the Class A common shares and Class B common shares shall be entitled to receive equally, share-for-share, any such distribution.
- (d) **Conversion Privilege:** Each Class B common share may at any time be converted, at the option of the holder, into one Class A common share. The conversion privilege herein provided for may be exercised by notice in writing given to the Corporation accompanied by a certificate or certificates representing the Class B common shares in respect of which the holder thereof desires to exercise such right of conversion and such notice shall be signed by the holder of the Class B common shares in respect of which such right is being exercised and shall specify the number of Class B common shares which the holder desires to have converted. The holder shall also pay any governmental or other tax imposed in respect of such transaction. Upon receipt of such notice the Corporation shall issue certificates representing fully paid Class A common shares upon the basis above described and in accordance with the provisions hereof to the holder of the Class B common shares represented by the certificate or certificates accompanying such notice. If less than all of the Class B common shares represented by any certificate are to be converted, the holder shall be entitled to receive a new certificate for the Class B common shares representing the shares comprised in the original certificate which are not to be converted.

SCHEDULE RE SHARE TRANSFER RESTRICTIONS

No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in the Schedule re Other Provisions to these Articles.

doc no. 11819019 v.1

SCHEDULE RE OTHER PROVISIONS

(1) The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.

(2) No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:

(a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;

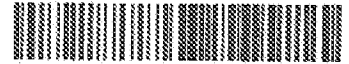
(b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;

(c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or

(d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.

(3) Meetings of shareholders may be held outside of Alberta.

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10000907104991200

In the Matter of the
Business Corporations Act (Alberta)
and
In the Matter of Articles of Amalgamation
Filed Pursuant to Section 185 of the Said Act

In the Name

BELDEN CANADA INC.

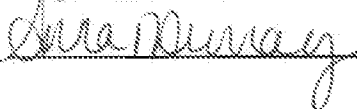
Statutory Declaration

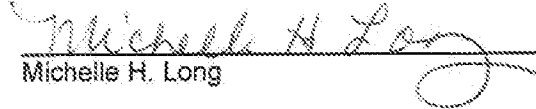
I, Michelle H. Long, of the City of Chesterfield, in the State of Missouri, refer to the proposed amalgamation of Belden CDT (Canada) Inc. (the "Corporation") with Byres Security ULC ("Byres ULC") and Miranda Technologies ULC ("Miranda ULC") and DO SOLEMNLY DECLARE that:

1. I am a proposed director of the Amalgamated Corporation (as defined below) and have personal knowledge of the matters herein deposed to.
2. I have satisfied myself that as of the date hereof there are reasonable grounds for believing that:
 - (a) the corporation continuing from the amalgamation of the Corporation, Byres ULC and Miranda ULC (the "Amalgamated Corporation") will be able to pay its liabilities as they become due;
 - (b) the realizable value of the Amalgamated Corporation's assets immediately after the issuance of the certificate of amalgamation giving effect to the said amalgamation will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor of the Corporation, Byres ULC or Miranda ULC will be prejudiced by the said amalgamation.

And I make this solemn declaration conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath and by virtue of the Canada Evidence Act.

DECLARED before me at the City of St. Louis, in the State of Missouri, this 30 day of October, 2012.




_____ Michelle H. Long

DOCS 11817748

