

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM402354

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2009
<b>SEQUENCE:</b>	2

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Soff-Cut Holdings, Inc.		12/28/2009	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Husqvarna Construction Products North America, Inc.
<b>Street Address:</b>	17400 West 119th Street
<b>City:</b>	Olathe
<b>State/Country:</b>	KANSAS
<b>Postal Code:</b>	66061
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1547074	SOFF-CUT
Registration Number:	1630603	SOFF-CUT

## CORRESPONDENCE DATA

Fax Number: 4045413372

*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: 404-815-6500

Email: tadmin@kilpatricktownsend.com, brook@ktslaw.com

Correspondent Name: Michael W. Rafter

Address Line 1: Kilpatrick Townsend &amp; Stockton LLP

Address Line 2: 1100 Peachtree Street, Suite 2800

Address Line 4: Atlanta, GEORGIA 30309

<b>NAME OF SUBMITTER:</b>	Beth Rook
<b>SIGNATURE:</b>	/Beth Rook/
<b>DATE SIGNED:</b>	10/18/2016

## Total Attachments: 7

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**TRADEMARK**

**REEL: 005902 FRAME: 0161**

# 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 OWNERSHIP, WHICH MERGES:

"SOFF-CUT HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "HUSQVARNA CONSTRUCTION PRODUCTS NORTH AMERICA, INC." UNDER THE NAME OF "HUSQVARNA CONSTRUCTION PRODUCTS NORTH AMERICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2009, AT 12:53 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009.

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

4472409 8100M

091139004

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7725366

DATE: 12-28-09

TRADEMARK  
REEL: 005902 FRAME: 0162

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:53 PM 12/28/2009  
FILED 12:53 PM 12/28/2009  
SRV 091139004 - 4472409 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

SOFF-CUT HOLDINGS, INC.  
(a Delaware corporation)

with and into

HUSQVARNA CONSTRUCTION PRODUCTS NORTH AMERICA, INC.  
(a Delaware corporation)

(UNDER SECTION 253 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)

1. Name, State of Incorporation and Stock Ownership of Parent and Subsidiary. Husqvarna Construction Products North America, Inc., a Delaware corporation ("Parent"), owns 100% of the outstanding capital stock of Soff-Cut Holdings, Inc., a Delaware corporation ("Subsidiary").
2. Approval of Merger by the Board of Directors of Parent. The Board of Directors of Parent adopted and approved the merger of Subsidiary with and into Parent (the "Merger") on December 21, 2009 as set forth in the following resolutions (the term "Corporation" has the same meaning as "Parent"):

WHEREAS, the Board of Directors believes it advisable and in the best interests of the Corporation to enter into a merger transaction pursuant to which the Corporation's wholly owned subsidiary, Soff-Cut Holdings, Inc., a Delaware corporation ("Subsidiary"), be merged (the "Merger") with and into the Corporation, pursuant to a Certificate of Ownership and Merger to be filed with the Delaware Secretary of State under Section 253 of the General Corporation Law of the State of Delaware;

NOW THEREFORE BE IT RESOLVED, that the Merger is hereby approved; and

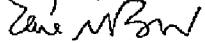
FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to take any and all actions, and execute, deliver and file any and all documents, deemed by them to be necessary to give effect to the Merger.

3. Effective Date of Merger. The Merger shall be effective on December 31, 2009.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned corporation has caused its duly authorized officer to execute this Certificate of Ownership and Merger as of December 28, 2009.

HUSQVARNA CONSTRUCTION PRODUCTS  
NORTH AMERICA, INC.

By:   
Name: Earl M. Bennett  
Title: Vice President, General Counsel  
and Secretary

**ACTION OF THE BOARD OF DIRECTORS OF  
HUSQVARNA CONSTRUCTION PRODUCTS NORTH AMERICA, INC.  
TAKEN BY WRITTEN CONSENT  
IN LIEU OF A MEETING**

December \_\_, 2009

Pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, the undersigned, being all of the members of the Board of Directors of Husqvarna Construction Products North America, Inc., a corporation organized under the laws of Delaware (the "Corporation"), hereby consent to and adopt the following resolutions as the action of the Board of Directors with the same force and effect as if these resolutions had been duly adopted at a meeting of the Board of Directors, duly called for such purpose at which a quorum was present and voting throughout, and hereby direct that this unanimous written consent be filed with the minute book of the Corporation:

**Merger with Soff-Cut Holdings, Inc.**

WHEREAS, the Board of Directors believes it advisable and in the best interests of the Corporation to enter into a merger transaction pursuant to which the Corporation's wholly owned subsidiary, Soff -Cut Holdings, Inc., a Delaware corporation ("Subsidiary"), be merged (the "Merger") with and into the Corporation, pursuant to a Certificate of Ownership and Merger to be filed with the Delaware Secretary of State under Section 253 of the General Corporation Law of the State of Delaware;

NOW THEREFORE BE IT RESOLVED, that the Merger is hereby approved; and

FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to take any and all actions, and execute, deliver and file any and all documents, deemed by them to be necessary to give effect to the Merger.

**Ratification**

FURTHER RESOLVED, that all acts, transactions and agreements undertaken or expenses incurred prior to the adoption of these resolutions by any director, officer or agent of the Corporation in the Corporation's name and on the Corporation's behalf in connection with or otherwise in contemplation or furtherance of the transactions contemplated by any of the foregoing resolutions be, and they hereby are, ratified, confirmed, approved and adopted by the Corporation.

**General Implementing Authority**

FURTHER RESOLVED, that the officers of the Corporation be, and each of them acting alone hereby is, authorized, empowered and directed to do or cause to be done all such acts and things, to pay or cause to be paid all such costs and expenses, to execute and deliver in



the name of and on behalf of the Corporation, all instruments and documents, and to make changes, additions and modifications thereto or to waive any conditions to the performance by the Corporation, as may be deemed by any of them, in his or her sole discretion, to be desirable or necessary in order to carry out and comply with the purposes and intent of the foregoing resolutions and to consummate all of the transactions contemplated thereby, such authorization to be conclusively evidenced by the taking of any such action or the execution and delivery of any such instrument by an officer of the Corporation.

Counterparts

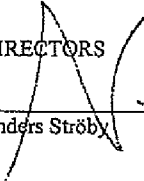
FURTHER RESOLVED, that this consent may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

\* \* \* \*



IN WITNESS WHEREOF, the undersigned have executed and delivered this Written Consent as of the date first above written.

DIRECTORS

  
\_\_\_\_\_  
Anders Ströby

\_\_\_\_\_  
Bernt Ingman

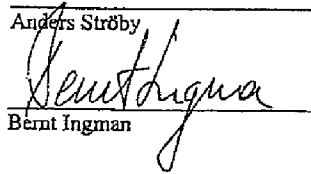


IN WITNESS WHEREOF, the undersigned have executed and delivered this Written Consent as of the date first above written.

DIRECTORS

Anders Ströby

Bernt Ingman

A handwritten signature in cursive script, appearing to read "Bernt Ingman", is written over a horizontal line. The signature is positioned between the printed name "Anders Ströby" above and "Bernt Ingman" below.