

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM412151

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	01/01/2017

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Datalogic ADC, Inc.		12/13/2016	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Datalogic USA, Inc.
<b>Street Address:</b>	959 Terry Street
<b>City:</b>	Eugene
<b>State/Country:</b>	OREGON
<b>Postal Code:</b>	97402
<b>Entity Type:</b>	Corporation: NEW YORK

## PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	3012851	ALL-WEIGHS
Registration Number:	2388963	FALCON
Registration Number:	4355592	FALCON
Registration Number:	4641422	FALCON
Registration Number:	2908999	FIRSTSTRIKE
Registration Number:	4116620	GRYPHON
Registration Number:	3938291	HERON
Registration Number:	4250398	ILLUMIX
Registration Number:	4526270	JADE
Registration Number:	4836995	JAID
Registration Number:	3606316	LANEHAWK
Serial Number:	85184655	MOTIONIX
Registration Number:	2625415	POWERSCAN
Registration Number:	2214110	POWERWEDGE
Registration Number:	3925881	PRESCAN
Registration Number:	2377824	QUICKSCAN
Registration Number:	4735519	SCALEENTRY
Registration Number:	4544567	SCANALYZER

OP \$590.00 3012851

Property Type	Number	Word Mark
Registration Number:	4006605	SEXTANTE GZPS
Registration Number:	3800382	SHELFHAWK
Registration Number:	4554062	SMARTSENTRY
Serial Number:	86649386	SOFTSPOT
Registration Number:	3489153	

**CORRESPONDENCE DATA**

Fax Number: 5032202480

*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: (503) 294-9138

Email: TM-PDX@STOEL.COM, pphartigan@stoel.com

Correspondent Name: Steven E. Klein/Stoel Rives LLP

Address Line 1: 760 SW Ninth Avenue, Suite 3000

Address Line 4: Portland, OREGON 97205

**NAME OF SUBMITTER:** Patrick P. Hartigan, SR Paralegal

**SIGNATURE:** /Patrick P. Hartigan/

**DATE SIGNED:** 01/12/2017

**Total Attachments: 13**

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:00 PM 12/13/2016  
FILED 01:00 PM 12/13/2016  
RE 20167358222 - File Number 2246198

**Certificate of Ownership and Merger  
of  
Datalogic ADC, Inc. and Datalogic Automation, Inc.  
with and into  
Datalogic USA, Inc.**

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Datalogic USA, Inc., a New York corporation (the "Surviving Corporation"), does hereby certify the following information relating to the merger (the "Merger") of Datalogic ADC, Inc., a Delaware corporation (the "Domestic Subsidiary"), and Datalogic Automation, Inc., a Pennsylvania corporation (together with the Domestic Subsidiary, the "Subsidiaries"), with and into the Surviving Corporation, with the Surviving Corporation as the surviving corporation:

**FIRST.** The Surviving Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiaries.

**SECOND.** The Board of Directors of the Surviving Corporation, by resolutions duly adopted by unanimous written consent on November 30, 2016 and attached hereto as Exhibit A, determined to merge the Subsidiaries with and into the Surviving Corporation pursuant to Section 253 of the DGCL.

**THIRD.** The name of the Surviving Corporation of the Merger is Datalogic USA, Inc., a New York corporation.

**FOURTH.** The Certificate of Incorporation of the Surviving Corporation, as in effect immediately prior to the Merger, shall be its Certificate of Incorporation.

**FIFTH.** The Certificate of Ownership and Merger and the Merger shall become effective on January 1, 2017 at 12:01 a.m. Eastern Time.


**SIXTH.** The Surviving Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Domestic Subsidiary, as well as for enforcement of any obligation of the Surviving Corporation from the Merger, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or proceeding. The Secretary of State shall mail a copy of any such process to the Surviving Corporation at Corporation Service Company, 80 State Street, Albany, NY 12207.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the Surviving Corporation has executed this Certificate of Merger to be executed by an authorized officer on 13 December, 2016.

Datalogic USA, Inc.

By:

  
Name: Chester A. Galka  
Title: Vice President Finance

*Signature Page to Delaware Certificate of Merger*

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Exhibit A

RESOLUTIONS OF SURVIVING CORPORATION

See attached.

JOINT CONSENT OF  
THE SOLE SHAREHOLDER AND THE BOARDS OF DIRECTORS OF  
DATALOGIC HOLDINGS, INC.,  
DATALOGIC ADC, INC. AND DATALOGIC AUTOMATION, INC.

The undersigned, being the sole shareholder (the "Shareholder") of Datalogic Holdings, Inc., a New York corporation (the "Company") and all of the members of the boards of directors of the Company (the "Company Board"), Datalogic ADC, Inc., a Delaware corporation (the "Delaware Subsidiary"), and Datalogic Automation, Inc., a Pennsylvania corporation (the "Pennsylvania Subsidiary" and, together with the Delaware Subsidiary, the "Subsidiaries"), adopt the following resolutions, effective as of November 30, 2016:

I. Amendment to Certificate of Incorporation

WHEREAS, the Company desires to change its name from Datalogic Holdings, Inc. to Datalogic USA, Inc. pursuant to an amendment to the Company's Certificate of Incorporation (the "Amendment").

RESOLVED, Section 1 of the Company's Certificate of Incorporation be amended and restated to read in its entirety as follows:

"1. The name of the Corporation is Datalogic USA, Inc."

RESOLVED, the Company Board hereby recommends adoption by the Shareholder of the Amendment.

RESOLVED, the Shareholder approves the Amendment.

RESOLVED, that any officer of the Company (each, a "Company Authorized Officer"), acting individually, is authorized and directed, in the name and on behalf of the Company, at such time as such Company Authorized Officer deems necessary or appropriate, to execute and to file, or cause to be filed, a certificate of amendment to the certificate of incorporation with the New York Department of State to effect the Amendment.

II. Approval of Merger

WHEREAS, the Company owns all of the issued and outstanding shares of the Subsidiaries;

WHEREAS, the Company Board has determined that it is in the best interest of the Company and the Shareholder to complete a short form merger with the Subsidiaries, pursuant to which the Subsidiaries will be merged with and into the Company (the "Merger");

WHEREAS, pursuant to Section 905 of the New York Business Corporation Law (the "NYBCL"), a domestic parent corporation that owns at least 90% of the outstanding shares of its subsidiary may, itself without the approval of the board of directors or shareholders of the subsidiary, merge the subsidiary into itself pursuant to a plan of merger and certificate of merger;

WHEREAS, pursuant to Section 253(a) of the Delaware General Corporation Law (the "DGCL"), a corporation that owns at least 90% of the outstanding shares of a subsidiary corporation may merge the subsidiary corporation into itself by executing, acknowledging and filing a certificate of such ownership and merger setting forth a copy of the resolutions of its board of directors to so merge;

WHEREAS, pursuant to Section 321(d)(3) of the Pennsylvania Business Corporation Law (the "PBCL"), a corporation that owns 80% of the outstanding shares of a subsidiary corporation may adopt a plan of merger, and the plan of merger shall be deemed adopted by the subsidiary corporation when it has been adopted by the board of directors of the parent corporation; and

WHEREAS, the Company Board has reviewed the Agreement and Plan of Merger attached as Exhibit A (the "Agreement and Plan of Merger") and has determined that the Agreement and Plan of Merger will be entered into after the Amendment becomes effective.

RESOLVED, the Merger and the Agreement and Plan of Merger are approved.

RESOLVED, each Company Authorized Officer, acting individually, is authorized and directed, in the name of and on behalf of the Company, to execute and deliver the Agreement and Plan of Merger after the Amendment becomes effective.

RESOLVED, each Company Authorized Officer, acting individually, is authorized and directed, in the name and on behalf of the Company, to complete, execute and file (i) a Certificate of Merger that meets the applicable provisions of the DGCL with the Delaware Division of Corporations, (ii) a Statement of Merger that meets the applicable provisions of the PBCL with the Pennsylvania Bureau of Corporations, and (iii) a Certificate of Merger that meets the applicable provisions of the NYBCL with the New York Department of State.

### III. Authorization of Officers of the Subsidiaries

RESOLVED, any officer of the Delaware Subsidiary (each, a "Delaware Subsidiary Authorized Officer") and any officer of the Pennsylvania Subsidiary (each, a "Pennsylvania Subsidiary Authorized Officer") are each, acting individually, authorized and directed, in the name of and on behalf of such Subsidiary, to execute and deliver the Agreement and Plan of Merger and any further instruments and documents, pay any expenses, and take any actions such

Authorized Officer deems necessary or appropriate to carry out the intent and purposes of the foregoing resolutions.

IV. General Authorization

RESOLVED, each Company Authorized Officer, Delaware Subsidiary Authorized Officer and Pennsylvania Subsidiary Authorized Officer, acting individually, is authorized to execute and deliver any further instruments and documents, pay any expenses, and take any actions such Authorized Officer deems necessary or appropriate to carry out the intent and purposes of the foregoing resolutions.

RESOLVED, any acts of any officer of the Company, the Delaware Subsidiary or the Pennsylvania Subsidiary and of any person or persons designated and authorized to act by any officer of the Company, the Delaware Subsidiary or the Pennsylvania Subsidiary which acts would have been authorized by any of the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as the acts of the Company, the Delaware Subsidiary or the Pennsylvania Subsidiary, respectively.





Agreement and Plan of Merger  
of  
Datologic ADC, Inc. and Datologic Automation, Inc.  
with and into  
Datologic USA, Inc.

1. Parties to the Merger. Datologic ADC, Inc., a Delaware corporation ("Disappearing Delaware Corporation"), Datologic Automation, Inc., a Pennsylvania corporation ("Disappearing Pennsylvania Corporation" and, together with Disappearing Delaware Corporation, "Disappearing Corporations"), and Datologic USA, Inc., a New York corporation ("Surviving Corporation"), intend to effect a merger of Disappearing Corporations with and into Surviving Corporation (the "Merger") in accordance with this Agreement and Plan of Merger (this "Agreement and Plan of Merger") and the applicable provisions of the Pennsylvania Business Corporation Law (the "PBCL"), the Delaware General Corporation Law (the "DGCL"), and the New York Business Corporation Law (the "NYBCL")

2. Shares of Constituent Corporations. Disappearing Delaware Corporation and Disappearing Pennsylvania Corporation each have 573 and 100 shares of common stock outstanding, respectively. Surviving Corporation holds all of the outstanding shares of capital stock of Disappearing Corporations.

3. Surviving Entity. Upon completion of the Merger, Disappearing Corporations will cease to exist, and Surviving Corporation will be the surviving entity of the Merger.

4. Material Terms and Conditions of the Merger. The effective time and date of the Merger shall be January 1, 2017 at 12:01 a.m. Eastern Time (the "Effective Time"). At the Effective Time, the effect of the Merger will be as provided in the applicable provisions of the PBCL, the DGCL and the NYBCL. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, title to all property of Disappearing Corporations will vest in Surviving Corporation and all liabilities of Disappearing Corporations will become the liabilities of Surviving Corporation.

5. Conversion of Interests. At the Effective Time, by virtue of the Merger and without any action on the part of Disappearing Corporations, Surviving Corporation or the holders of any of the following securities:

(i) The shares of capital stock of Disappearing Corporations issued and outstanding immediately before the Effective Time will be canceled without consideration; and

(ii) The shares of capital stock of Surviving Corporation issued and outstanding immediately before the Effective Time will remain outstanding and will constitute all of the outstanding shares of capital stock of the Surviving Corporation.

FILING RECEIPT

ENTITY NAME: DATALOGIC USA, INC.

DOCUMENT TYPE: MERGER (DOM. BUSINESS)

COUNTY: MONR

FILED:12/13/2016 DURATION:\*\*\*\*\* CASH#:161213000625 FILM #:161213000566

FILER:

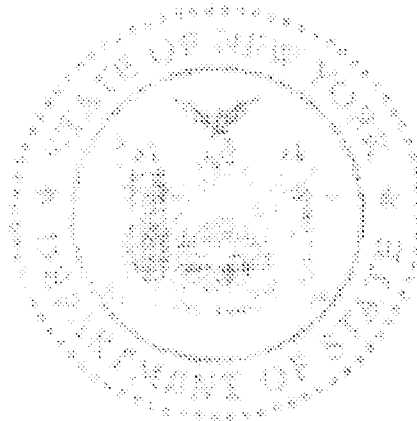
EFFECT DATE

UNISEARCH, INC.  
325 13TH ST. NE, STE. 404  
SALEM, OR 97301

01/01/2017

ADDRESS FOR PROCESS:

REGISTERED AGENT:



CONSTITUENT NAME: DATALOGIC ADC, INC. (ET AL)

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD. - 30 SERVICE CODE: 30

FEE	90.00	PAYMENTS	90.00
FILING	60.00	CASH	0.00
TAX	0.00	CHECK	0.00
CERT	0.00	CHARGE	0.00
COPIES	5.00	DRADDOWN	90.00
HANDLING	25.00	OPAL	0.00
		REFUND	0.00

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Certificate of Merger  
of  
Datalogic ADC, Inc. and Datalogic Automation, Inc.  
with and into  
Datalogic USA, Inc.

Under Section 905 of the Business Corporation Law

Pursuant to Section 905 of the New York Business Corporation Law, the undersigned hereby certifies as follows:

**FIRST.** The name of each constituent corporation to the merger (the "Merger") is as follows:

- (a) The name of the constituent corporation which is to be the surviving corporation is Datalogic USA, Inc., a New York corporation ("Surviving Corporation"). The name under which the corporation was formed is Photographic Sciences Corporation.
- (b) The names of the other constituent corporations, each of which are being merged into Surviving Corporation are Datalogic ADC, Inc., a Delaware corporation ("Disappearing Delaware Corporation"), and Datalogic Automation, Inc., a Pennsylvania corporation ("Disappearing Pennsylvania Corporation" and, together with Disappearing Delaware Corporation, "Disappearing Corporations").

**SECOND.** The designation and number of outstanding shares of each class of each constituent corporation, and the number of shares owned by Surviving Corporation, if any, are as follows:

- (a) Disappearing Delaware Corporation has 573 shares of Common Stock, \$0.01 par value per share, outstanding; Surviving Corporation owns 573 shares of Disappearing Delaware Corporation's Common Stock, \$0.01 par value per share.
- (b) Disappearing Pennsylvania Corporation has 100 shares of Common Stock, \$1.00 par value per share, outstanding; Surviving Corporation owns 100 shares of Disappearing Pennsylvania Corporation's Common Stock, \$1.00 par value per share.
- (c) Surviving Corporation has 1,170 shares of Common Stock, \$0.01 par value per share, outstanding.

**THIRD.** The effective date of the Merger shall be January 1, 2017.

**FOURTH.** The date when the certificate of incorporation of the domestic constituent corporation was filed by the Department of State is December 8, 1969.

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FIFTH. The jurisdiction and date of incorporation of each constituent foreign corporation are as follows:

- (a) Disappearing Delaware Corporation was incorporated on the date of November 9, 1990 in the jurisdiction of Delaware, and its application for authority to do business in the State of New York was filed by the Department of State on the date of October 29, 2012.
- (b) Disappearing Pennsylvania Corporation was incorporated on the date of April 13, 1971 in the jurisdiction of Pennsylvania, and its application for authority to do business in the State of New York was filed by the Department of State on the date of June 9, 1997.

SIXTH. The plan of merger was adopted by the board of directors of Surviving Corporation.

[Signature Page Follows]

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be executed by an authorized officer on 13th December, 2016, and affirms that the statements contained herein are true under penalties of perjury.

Datalogic USA, Inc.

By:



Name: Chester A. Gaska

Title: Vice President Finance

*Signature Page to New York Certificate of Merger*

