

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM416415

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/31/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Python Safety, LLC		07/31/2015	Limited Liability Company: GEORGIA
RECEIVING PARTY DATA			
Name:	D B Industries, LLC		
Street Address:	3833 Sala Way		
City:	Red Wing		
State/Country:	MINNESOTA		
Postal Code:	55066		
Entity Type:	Limited Liability Company: MINNESOTA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4398007	FALL PROTECTION FOR TOOLS	
Registration Number:	4322951	PYTHON SAFETY	
CORRESPONDENCE DATA			
Fax Number:	6517363783		
<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>			
Phone:	651-733-2099		
Email:	trademarks@mmm.com		
Correspondent Name:	Michael L. Gannon		
Address Line 1:	3M Center, 2501 Hudson Road		
Address Line 2:	Bldg. 220-9E-01		
Address Line 4:	St. Paul, MINNESOTA 55144		
NAME OF SUBMITTER:	Michael L. Gannon		
SIGNATURE:	/Michael L. Gannon/		
DATE SIGNED:	02/16/2017		
Total Attachments: 8			
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**Office of the Minnesota Secretary of State
Certificate of Merger**

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

MINNESOTA: D B INDUSTRIES, LLC
GEORGIA: PYTHON SAFETY, LLC

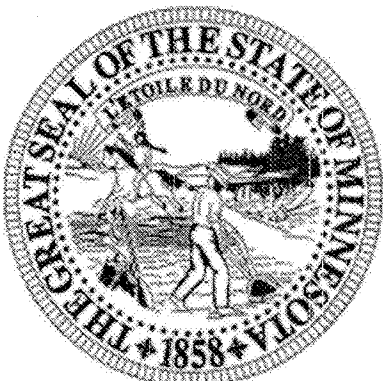
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: D B INDUSTRIES, LLC

Name of Surviving Entity after Effective Date of Merger:

D B INDUSTRIES, LLC

This certificate has been issued on: 07/31/2015



Steve Simon

Steve Simon
Secretary of State
State of Minnesota

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REEL: 005991 FRAME: 0511



ARTICLES OF MERGER OF
PYTHON SAFETY, LLC,
a Georgia limited liability company

WITH AND INTO

D B INDUSTRIES, LLC,
a Minnesota limited liability company

Pursuant to the provisions of Minnesota Statutes Section 322B.73, the undersigned, Python Safety, LLC, a Georgia limited liability company (the "Merging Company"), and D B Industries, LLC, a Minnesota limited liability company (the "Surviving Company"), hereby adopt the following Articles of Merger on this 31st day of July, 2015, for the purpose of merging the Merging Company with and into the Surviving Company (the "Merger"), with the Surviving Company as the surviving company following the Merger.

1. A complete copy of Agreement and Plan of Merger (the "Plan of Merger") that satisfies the requirements under Minnesota Statutes Section 322B.71 is attached hereto as Exhibit A.
2. The Merging Company and the Surviving Company are the constituent companies in the Merger.
3. The sole member of the Merging Company has approved the Plan of Merger in accordance with Code Section 14-11-903 of the Georgia Limited Liability Company Act.
4. The sole member of the Surviving Company has approved the Plan of Merger pursuant to Minnesota Statutes section 322B.72, Subdivision 2.
5. The Board of Governors of the Surviving Company has approved the Plan of Merger pursuant to Minnesota Statutes Section 322B.72, Subdivision 1.

IN WITNESS WHEREOF, the Merging Company and the Surviving Company have caused these Articles of Merger to be executed by their respective officers thereunto duly authorized effective as of the date set forth above.

PYTHON SAFETY, LLC
 a Georgia limited liability company

D B INDUSTRIES, LLC
 a Minnesota limited liability company

Kevin G. Coplan

 By: Kevin G. Coplan
 Its: President

Scott Lutz

 By: Scott Lutz
 Its: President

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER

OF

**PYTHON SAFETY, LLC,
A GEORGIA LIMITED LIABILITY COMPANY**

WITH AND INTO

**D B INDUSTRIES, LLC,
A MINNESOTA LIMITED LIABILITY COMPANY**

THIS AGREEMENT AND PLAN OF MERGER (the "Merger Agreement"), is entered into this 31st day of July, 2015, by and between Python Safety, LLC, a Georgia limited liability company (the "Merging Company") and D B Industries, LLC, a Minnesota limited liability company (the "Surviving Company").

RECITALS

WHEREAS, the Merging Company and the Surviving Company are the constituent entities in the merger contemplated by the Merger Agreement (the "Merger") and the Merging Company and the Surviving Company are collectively referred to herein as the "Constituent Companies"; and

WHEREAS, the Surviving Company is the sole member of the Merging Company, and has determined that it is in the best interests of each of the Constituent Companies that the Merging Company be merged with and into the Surviving Company pursuant to the terms and conditions contained in this Merger Agreement and in accordance with the applicable laws of the State of Minnesota and the State of Georgia.

AGREEMENT

NOW, THEREFORE, in consideration of the promises and mutual agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. **Merger**. At the Effective Time (as hereinafter defined), the Merging Company shall be merged with and into the Surviving Company on the terms and conditions hereinafter set forth and as permitted by and in accordance with the Minnesota Limited Liability Company Act (the "Minnesota Act") and the Georgia Limited Liability Company Act (the "Georgia Act"). Thereupon, the separate existence of the Merging Company shall cease, and the Surviving Company shall continue to exist under and be governed by the Minnesota Act.
2. **Articles of Merger**. As soon as practicable following the Merger, and provided that this Merger Agreement has not been terminated and abandoned pursuant to Section 11 hereof, the Constituent Companies will cause appropriate Articles of Merger (the "MN Articles of Merger")

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to be executed and filed with the Secretary of State of the State of Minnesota, in the manner provided in the Minnesota Act, and an appropriate Articles of Merger (the "GA Articles of Merger") to be executed and filed with the Secretary of State of the State of Georgia, in the manner provided in the Georgia Act.

3. **Effective Time of the Merger.** The Merger shall be effective upon the filing of the MN Articles of Merger with the State of Minnesota and the filing of the GA Articles of Merger with the State of Georgia. The date and time of such effectiveness is herein referred to as the "Effective Time."

4. **Articles of Organization.** The Articles of Organization of the Surviving Company, as in effect at the Effective Time, shall remain in full force and unchanged as the Articles of Organization of the surviving company following the Merger until further amended in accordance with the provisions thereof and applicable law.

5. **Member Control Agreement.** The current member control agreement of the Surviving Company, as in effect at the Effective Time, shall continue to be the member control agreement of the Surviving Company following the Merger.

6. **Manager and Officers.** The officers of the Surviving Company at the Effective Time shall continue as officers following the Merger until changed in accordance with the Surviving Company's Articles of Organization, member control agreement, or applicable law. The members of the board of governors of the Surviving Company at the Effective Time shall continue as the members of the board of governors of the Surviving Company following the Merger until changed in accordance with the Surviving Company's Articles of Organization, member control agreement, or applicable law.

7. **Rights and Liabilities after the Merger.** Upon and after the Effective Time, the Surviving Company (a) shall continue possessed of all of its rights and property as constituted immediately prior to the Effective Time and succeed without other transfer to all rights and property of the Merging Company, (b) shall continue subject to all of its debts and liabilities as the same shall have existed immediately prior to the Effective Time, and (c) shall become subject to any debts and liabilities of the Merging Company, all as more fully provided in the applicable sections of the Minnesota Act and the Georgia Act.

8. **Certain Effects of the Merger.** Upon and after the Effective Time: (a) the Merging Company shall merge with and into the Surviving Company; (b) the separate existence of the Merging Company shall cease; (c) all of the membership interests issued and outstanding in the Merging Company shall be cancelled, as set forth in Section 9 below; (d) the former holder of membership interests of the Merging Company shall be entitled only to the rights provided in this Merger Agreement and to the rights otherwise provided under the Minnesota Act and the Georgia Act; and (e) the Merger shall otherwise have the effect provided under the applicable laws of the State of Minnesota and the State of Georgia.

9. **Cancellation of Interests.** Upon the Effective Time of the Merger, all of the membership interests issued and outstanding in the Surviving Company shall continue to be held

by Capital Safety North America Intermediate Holdings LLC, and all of the membership interests issued and outstanding in the Merging Company shall automatically be cancelled.

10. **Further Assurances.** If at any time after the Effective Time the Surviving Company shall consider or be advised that any further deeds, assignments or assurances in law or any other acts are necessary, desirable or proper to (a) vest, perfect or confirm, of record or otherwise, in the Surviving Company, the title to any property or right of the Merging Company acquired or to be acquired by reason of, or as a result of, the Merger, or (b) otherwise to carry out the purposes of this Merger Agreement, the parties agree that the Surviving Company and its proper officers shall and will execute and deliver all such property, deeds, assignments and assurances in law and do all acts necessary, desirable or proper to vest, perfect or confirm title to such property or rights in the Surviving Company and otherwise to carry out the purposes of this Merger Agreement, and that the proper officers of the Merging Company and the proper officers of the Surviving Company are fully authorized in the name of their respective entities, or otherwise, to take any and all such action.

11. **Termination of Merger.** Either the Surviving Company or the Merging Company, prior to the completion of the Merger, may terminate this Merger Agreement in accordance with applicable laws.

12. **Counterparts.** For the sake of convenience this Merger Agreement may be executed in one or more counterparts each of which shall be deemed an original and all of which when taken together shall be deemed to be one and the same instrument.


* * *

[Remainder of Page Intentionally Blank; Signature Page Follows]

IN WITNESS WHEREOF, this Merger Agreement has been duly executed by the parties hereto effective as of the date first set forth above.

MERGING COMPANY:

PYTHON SAFETY, LLC,
a Georgia limited liability company



By: Kevin G. Coplan
Its: President

SURVIVING COMPANY:

D B INDUSTRIES, LLC,
a Minnesota limited liability company



By: Scott Lutjen
Its: Vice President

[Signature Page to Agreement and Plan of Merger]



File Numbers

83516410004

637065900023

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

7/31/2015 11:59:00 PM

Steve Simon

Steve Simon
Secretary of State