

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM425968

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/25/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ROADTREK MOTORHOMES INC.		02/25/2016	Corporation: CANADA

RECEIVING PARTY DATA

Name:	Erwin Hymer Group North America, Inc.
Street Address:	100 SHIRLEY AVENUE
City:	KITCHENER, ON
State/Country:	CANADA
Postal Code:	N2B 2E1
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	86707911	ECOTREK TECHNOLOGY BY ROADTREK
Registration Number:	5121701	COACH CONNECT
Registration Number:	4887569	ROADTREK
Registration Number:	3376126	
Registration Number:	3618009	THE FUEL EFFICIENT MOTORHOME YOU'LL LOVE
Registration Number:	1444035	HOME & PARK
Registration Number:	1443030	ROADTREK

CORRESPONDENCE DATA

Fax Number: 3124607000

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: 312-460-5000

Email: chiipdocket@seyfarth.com

Correspondent Name: Julia K. Sutherland

Address Line 1: 233 South Wacker Drive

Address Line 2: Suite 8000

Address Line 4: Chicago, ILLINOIS 60606-6448

ATTORNEY DOCKET NUMBER: 102681

OP \$190.00 86707911

NAME OF SUBMITTER:	Stephen D. Lott
SIGNATURE:	/Stephen D. Lott/
DATE SIGNED:	05/02/2017
Total Attachments: 10 source=Articles of Amalgamation - Erwin Hymer North America Inc#page1.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page2.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page3.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page4.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page5.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page6.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page7.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page8.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page9.tif source=Articles of Amalgamation - Erwin Hymer North America Inc#page10.tif	

CERTIFICATE
This is to certify that these
articles are effective on

CERTIFICAT
Ceci certifie que les présents
statuts entrent en vigueur le

1951522

FEBRUARY 2 5 FÉVRIER, 2016



17

Director / Directeur
Business Corporations Act / Loi sur les sociétés par actions

Form 4
Business
Corporations
Act

Formule 4
Loi sur les
sociétés par
actions

**ARTICLES OF AMALGAMATION
STATUTS DE FUSION**

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT) :

E	R	W	I	N		H	Y	M	E	R		G	R	O	U	P		N	O	R	T	H		A	M	E	R	I	C
A	,					I	N	C	.																				

2. The address of the registered office is:
Adresse du siège social :

181 BAY STREET, SUITE 1800

Street & Number or R.R. Number & if Multi-Office Building give Room No. /
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

TORONTO

ONTARIO

M 5 J 2 T 9

Name of Municipality or Post Office /
Nom de la municipalité ou du bureau de poste

Postal Code/Code postal

3. Number of directors is: Fixed number OR minimum and maximum 1 10
Nombre d'administrateurs : Nombre fixe OU minimum et maximum 1 10

4. The director(s) is/are: / Administrateur(s) :

First name, middle names and surname Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
MARTIN BRANDT	181 BAY STREET, SUITE 1800, TORONTO, ONTARIO, M5J 2T9	No
LUDWIG VETTER	181 BAY STREET, SUITE 1800, TORONTO, ONTARIO, M5J 2T9	No
JEFFREY MERK	181 BAY STREET, SUITE 1800, TORONTO, ONTARIO, M5J 2T9	Yes

5. Method of amalgamation, check A or B
 Méthode choisie pour la fusion – Cocher A ou B :

A- **Amalgamation Agreement / Convention de fusion :**

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.
 Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B- **Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :**

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

ERWIN HYMER GROUP NORTH AMERICA, INC.

and are more particularly set out in these articles.
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
ERWIN HYMER GROUP NORTH AMERICA, INC.	2503353	2016	02	25
ROADTREK MOTORHOMES INC.	1841869	2016	02	25

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

The Corporation is not restricted by these articles of incorporation from carrying on any business or businesses or from exercising any power or powers.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of shares without nominal or par value of a class designated as common shares (hereinafter called the "Common Shares").

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The rights of the holders of the Common Shares include the following rights:

- (a) to vote at all meetings of shareholders;
- (b) subject to applicable law, to receive dividends in such amounts that the directors may at any time, or from time to time, determine; and
- (c) to receive the remaining property of the Corporation upon dissolution.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

No security holder of the Corporation shall be entitled to transfer registered or beneficial ownership of any security or securities of the Corporation without either:

(a) the consent of the holders of more than fifty per cent of the Common Shares for the time being outstanding expressed by a resolution passed by the votes of the holders of more than fifty per cent of the Common Shares for the time being outstanding at a meeting of the holders of the Common Shares or by a resolution in writing signed by all the holders of the Common Shares for the time being outstanding; or

(b) the consent of the directors of the Corporation expressed by a resolution passed by the votes of a majority of the directors of the Corporation at a meeting of the board of directors of the Corporation or by a resolution in writing signed by all the directors of the Corporation.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

The following provisions apply to the Corporation:

(a) The directors of the Corporation may, without authorization of the shareholders of the Corporation,

(i) borrow money upon the credit of the Corporation;

(ii) issue, reissue, sell or pledge debt obligations of the Corporation;

(iii) give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and

(iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation.

The directors may by resolution delegate any one or all of the powers referred to in this clause to a director, a committee of directors or an officer of the Corporation.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / Nom et **signature originale** d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). **Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

ERWIN HYMER GROUP NORTH AMERICA, INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



JEFFREY MERK

SECRETARY

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

ROADTREK MOTORHOMES INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



JEFFREY MERK

SECRETARY

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

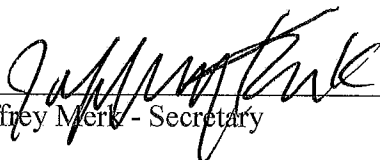
SCHEDULE "A"

**STATEMENT OF DIRECTOR OR
OFFICER PURSUANT TO SUBSECTION
178(2) OF THE BUSINESS CORPORATIONS ACT**

I, Jeffrey Merk, hereby state that:

1. I am the Secretary of each of Erwin Hymer Group North America, Inc. and Roadtrek Motorhomes Inc. (collectively, the "Amalgamating Corporations") and as such have knowledge of their affairs.
2. I have conducted such examinations of the books and records of each of the Amalgamating Corporations as are necessary to enable me to make the statements hereinafter set forth.
3. There are reasonable grounds for believing that:
 - (a) each of the Amalgamating Corporations, can and the amalgamated corporation, namely Erwin Hymer Group North America, Inc., will be able to pay its liabilities as they become due; and
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this 25 day of February, 2016.



Jeffrey Merk - Secretary

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SCHEDULE "B"

ERWIN HYMER GROUP NORTH AMERICA, INC.
(the "Corporation")

"The following resolution, signed by all of the directors of the Corporation, is hereby passed pursuant to the provisions of the *Business Corporations Act* (Ontario):

AMALGAMATION WITH WHOLLY-OWNED SUBSIDIARY CORPORATION

WHEREAS the Corporation is the holding corporation of Roadtrek Motorhomes Inc. (the "Subsidiary") and has agreed to amalgamate with the Subsidiary pursuant to subsection 177(1) of the Act:

NOW THEREFORE BE IT RESOLVED THAT:

1. the amalgamation of the Corporation and the Subsidiary under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;
2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Subsidiary under its articles of incorporation and of any act done thereunder, all shares in the capital of the Subsidiary, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of the Corporation;
4. the corporate name of the amalgamated corporation shall be ERWIN HYMER GROUP NORTH AMERICA, INC.;
5. the by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation;
6. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
7. any officer or director of the Corporation be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.

* * * * *

CERTIFIED to be a true copy of a resolution passed by the directors of ERWIN HYMER GROUP NORTH AMERICA, INC. which resolution is in full force and effect unamended at the date hereof.

DATED this 25 day of February, 2016.



Jeffrey Meek – Secretary

SCHEDULE "B"

ROADTREK MOTORHOMES INC.
(the "Corporation")

The following resolution, signed by all of the directors of the Corporation, is hereby passed pursuant to the provisions of the *Business Corporations Act* (Ontario) (the "Act"):

AMALGAMATION WITH HOLDING CORPORATION

WHEREAS the Corporation is a wholly-owned subsidiary of Erwin Hymer Group North America, Inc. ("**Holdings**") and the Corporation and Holdings have agreed to amalgamate pursuant to subsection 177(1) of the Act:

RESOLVED THAT:

1. the amalgamation of the Corporation and Holdings under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;
2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Corporation under its articles of incorporation and of any act done thereunder, all shares in the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of Holdings;
4. the corporate name of the amalgamated corporation shall be ERWIN HYMER GROUP NORTH AMERICA, INC.;
5. the by-laws of the amalgamated corporation shall be the same as the by-laws of Holdings;
6. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
7. any officer or director of the Corporation be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.

* * * * *

CERTIFIED to be a true copy of a resolution passed by all of the directors of ROADTREK MOTORHOMES INC. which resolution is in full force and effect unamended at the date hereof.

DATED this 25 day of February, 2016.



Jeffrey Merk, Secretary

25180392.2

TRADEMARK
REEL: 006047 FRAME: 0669

Request ID: 018674306
Demande n° :
Transaction ID: 60376055
Transaction n° :
Category ID: CT
Catégorie :

Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

Date Report Produced: 2016/02/25
Document produit le :
Time Report Produced: 16:39:20
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

This is to certify that according to the records of the Ministry of Government Services

D'après les dossiers du Ministère des Services gouvernementaux, nous attestons que la société

ERWIN HYMER GROUP NORTH AMERICA, INC.

Ontario Corporation Number

Numéro matricule de la société (Ontario)

001951522

is a corporation incorporated, amalgamated or continued under the laws of the Province of Ontario.

est une société constituée, prorogée ou née d'une fusion aux termes des lois de la Province de l'Ontario.

The corporation came into existence on

La société a été fondée le

FEBRUARY 25 FÉVRIER, 2016

and has not been dissolved.

et n'est pas dissoute.

Dated

Fait le

FEBRUARY 25 FÉVRIER, 2016



Director
Directeur