

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM426862

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	01/31/2017		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Strait-Flex International, Inc.		01/31/2017	Corporation: MISSOURI
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Clarkwestern Dietrich Buildings Systems LLC		
<b>Street Address:</b>	9100 Centre Pointe Drive		
<b>Internal Address:</b>	Suite 210		
<b>City:</b>	West Chester		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	45069		
<b>Entity Type:</b>	Limited Liability Company: OHIO		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3244901	MUD-PRO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3142382401		
<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>			
<b>Phone:</b>	3142382400		
<b>Email:</b>	trademarks@polsterlieder.com		
<b>Correspondent Name:</b>	Scott T. Gray		
<b>Address Line 1:</b>	12412 Powerscourt Drive		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	St. Louis, MISSOURI 63131		
<b>NAME OF SUBMITTER:</b>	Scott T. Gray		
<b>SIGNATURE:</b>	/Scott T Gray/		
<b>DATE SIGNED:</b>	05/09/2017		
<b>Total Attachments: 10</b>			
source=Articles of Merger Strait-Flex to Clarkwestern Dietrich 2-10-17 -CFII#page1.tif			
source=Articles of Merger Strait-Flex to Clarkwestern Dietrich 2-10-17 -CFII#page2.tif			
source=Articles of Merger Strait-Flex to Clarkwestern Dietrich 2-10-17 -CFII#page3.tif			

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source=Articles of Merger Strait-Flex to Clarkwestern Dietrich 2-10-17 -CFII#page10.tif

**FL001418808**  
**Date Filed: 2/10/2017**  
**John R. Ashcroft**  
**Missouri Secretary of State**

**ARTICLES OF MERGER**  
**OF**  
**STRAIT-FLEX INTERNATIONAL, INC. (a Missouri corporation)**  
**WITH AND INTO**  
**CLARKWESTERN DIETRICH BUILDING SYSTEMS LLC**  
**(an Ohio limited liability company)**

Pursuant to the provisions of Section 347.725 of the Missouri Limited Liability Company Act.

1. The name of the surviving limited liability company is Clarkwestern Dietrich Buildings Systems LLC, an Ohio limited liability company.
2. The name of the corporation being merged into this surviving limited liability company is Strait-Flex International, Inc., a Missouri corporation.
3. The Agreement and Plan of Merger has been authorized and approved by both Strait-Flex International, Inc., a Missouri corporation, and Clarkwestern Dietrich Buildings Systems LLC, an Ohio limited liability company, in accordance with the provisions of the Ohio Limited Liability Company Act and Section 347.720 of the Missouri Limited Liability Company Act.
4. The effective date of the merger will be the date on which the Certificate of Merger is accepted for filing by the Secretary of State of Ohio.
5. The registered office of the surviving limited liability company in the State of Missouri is at 222 E. Dunklin, Suite 102, Jefferson City, Missouri 65101. The registered agent in charge thereof at such address is National Corporate Research, Ltd.
6. The Articles of Organization of Clarkwestern Dietrich Buildings Systems LLC as now in force shall be the Articles of Organization of said surviving limited liability company and said Articles of Organization shall continue in full force and effect until amended or changed in the manner prescribed by the provisions of the Ohio Limited Liability Company Act.
7. The executed Agreement and Plan of Merger is on file at 9100 Centre Pointe Drive, Suite 210, West Chester, Ohio 45069, the principal place of business of the surviving limited liability company.
8. A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any partner, shareholder, or person holding an interest in the corporation.
9. Upon the effectiveness of the merger, the surviving limited liability company agrees that it is subject to service of process in the State of Missouri in any proceeding or enforcement of any obligation Strait-Flex International, Inc. and for

*P-ORI-02072017-0645*

ORI-02142017-0146 State of Missouri  
No of Pages 9 Pages

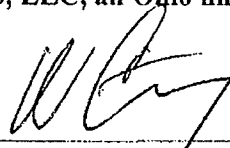


Merger - LLC/ LP/ LLP/ LIP  
**TRADEMARK**

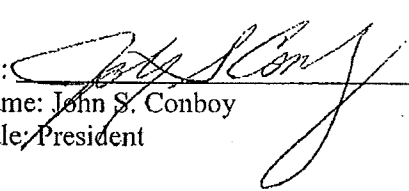
enforcement of any obligation of the surviving limited liability company arising from the merger.

**IN WITNESS WHEREOF**, a duly authorized officer for each of the constituent entities has executed these Articles of Merger on this 31st day of January, 2017.

**CLARKWESTERN DIETRICH BUILDING  
SYSTEMS, LLC, an Ohio limited liability  
company**

By:   
Name: William T. Courtney  
Title: CEO & President

**STRAIT-FLEX INTERNATIONAL, INC., a  
Missouri corporation**

By:   
Name: John S. Conboy  
Title: President

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF SECRETARY OF STATE

*I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the paper to which this is attached is a true and correct copy from the original record now in my official custody as Secretary of State.*



*Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 7th day of February, A.D. 2017.*

Ohio Secretary of State

*Jon Husted*

Validation Number:

201703801306

TRADEMARK

REEL: 006053 FRAME: 0330



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
02/01/2017	201703103684	Merger (MER)	99.00	200.00	0.00	0.00	0.00

**Receipt**

This is not a bill. Please do not remit payment.

FROST BROWN TODD LLC  
ATTN: VANESSA DENLINGER  
301 E 4TH STREET #3300  
CINCINNATI, OH 45202

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted  
1995754**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**CLARKWESTERN DIETRICH BUILDING SYSTEMS LLC**

and, that said business records show the filing and recording of:

Document(s)  
**Merger**

Document No(s):  
**201703103684**

Effective Date: 01/31/2017



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio this  
1st day of February, A.D. 2017.

*Jon Husted*  
Ohio Secretary of State

**TRADEMARK**

**REEL: 006053 FRAME: 0331**



Form 551 Prescribed by:  
**JON HUSTED**  
OHIO SECRETARY OF STATE  
Toll Free: (877) 805-FLE (677-767-3152)  
Central Office: (614) 466-3010  
www.OhioSecretaryofState.gov  
614.466.3010  
File links or for more information: www.OhioSecretaryofState.com

Mail this form to one of the following:

Regular Filing (non-urgent)  
P.O. Box 1529  
Columbus, OH 43216

Expedite Filing (This will make my processing time)  
Resolves an additional \$100.00

P.O. Box 1180  
Columbus, OH 43216

RECEIVED

### Certificate of Merger

Filing Fee: \$99  
(154-MER)

Forms Must Be Typed

JAN 31 2017

OHIO SECRETARY OF STATE

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts.

**I. (Surviving) Entity**

A. Name of Entity Surviving the Merger

ClarkWestern Dietrich Building Systems LLC

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1.  Domestic (Ohio entity)  Foreign (Non-Ohio Entity)

Jurisdiction of formation

2. Charter/Registration/License Number

1995754

(If licensed in Ohio as domestic or foreign)

- 3.  For-Profit Corporation
- Nonprofit Corporation
- For-Profit Limited Liability Company
- Nonprofit Limited Liability Company
- Partnership
- Limited Partnership
- Limited Liability Partnership
- Unincorporated Nonprofit Association

**II. CONSTITUENT ENTITY**

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/Registration Number	Jurisdiction of Formation	Type of Entity
Strait-Flex International, Inc.		Missouri	CORP

**III. MERGER AGREEMENT ON FILE**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request:

Greg Ralph  
Name

8100 Centre Pointe Drive, Suite 210  
Mailing Address

West Chester  
City

OH  
State

45069  
Zip Code

**IV. EFFECTIVE DATE OF MERGER**

This merger is to be effective on  (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

**V. MERGER AUTHORIZED**

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.



**VI. STATEMENT OF MERGER**

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

**VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.**  
If the surviving entity is a foreign entity NOT licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served:

\_\_\_\_\_  
Name

\_\_\_\_\_  
Mailing Address

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

**VIII. AMENDMENTS**

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger:

Amendments are attached  No Amendments.

**IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE**

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86, division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.


**X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY**

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required:

- Foreign Qualifying Corporation - Form 530A or B and Certificate of Good Standing
- Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) - Form 552
- Foreign Qualifying Limited Liability Company - Form 533B
- Foreign Qualifying Limited Partnership - Form 531B
- Foreign Qualifying Limited Liability Partnership - Form 537 and Evidence of Existence in Jurisdiction of Formation

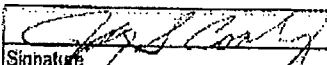
The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

ClarkWestern Dietrich Building Systems LLC  
Name of entity

By:   
Signature

Its: President  
Title

Strall-Flex International, Inc.  
Name of entity

By:   
Signature

Its: President  
Title

Name of entity

By: \_\_\_\_\_  
Signature

Its: \_\_\_\_\_  
Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A); 1705.38(A), 1776.70(A); 1782.433(A)), this includes all merging and surviving entities.

TAXATION DIVISION  
P O BOX 3666  
JEFFERSON CITY MO 65105-3666



*Missouri*  
DEPARTMENT OF REVENUE

Telephone: (573) 751-9268  
Fax: (573) 522-1265  
E-mail: taxclearance@dor.mo.gov

## CERTIFICATE OF TAX CLEARANCE

STRAIT-FLEX INTERNATIONAL INC  
3851 CORPORATE CENTRE DRIVE  
OFALLON MO 63368

DATE: JANUARY 23, 2017

MISSOURI CORPORATION CHARTER NUMBER: CC1185242

Thank you for contacting the Missouri Department of Revenue. In response to the corporation's request, a review of the tax records has been completed. All taxes owed, including all liabilities owed as determined by the Division of Employment Security, pursuant to Chapter 288, RSMo, have been paid.

This statement is not to be construed as limiting the authority of the Director of Revenue to pursue collection of liabilities resulting from final litigation, default in payment of any installment agreement entered into with the Director of Revenue, any successor liability that may become due in the future, or audits or reviews of the taxpayer's records as provided by law.

This Certificate of Tax Clearance must be presented to the Missouri Secretary of State's Office with any required paperwork and payment. For information concerning the Secretary of State's requirements, you may call their office at (573) 751-4153 or toll free at (866) 223-6535.

If you require additional information or assistance, please contact the Taxation Division at Post Office Box 3666, Jefferson City, Missouri 65105-3666 or by telephone at (573) 751-9268 during the hours of 8:00 a.m. to 5:00 p.m.

THIS CERTIFICATE REMAINS VALID FOR SIXTY (60) DAYS FROM THE ISSUANCE DATE. If you do not complete your transaction in sixty (60) days you must obtain a new Certificate of Tax Clearance. Additionally, a new Form 943, Request for Tax Clearance, may be required.

Sincerely,

A handwritten signature in cursive script that reads "Esta Zaring".

Esta Zaring  
Administrator, Business Tax  
Taxation Division

TF:DU3393

CBN001  
201702300301256

TRADEMARK

REEL: 006053 FRAME: 0336

# STATE OF MISSOURI



**John R. Ashcroft**  
Secretary of State

CERTIFICATE OF MERGER  
FOREIGN LIMITED LIABILITY COMPANY SURVIVING

WHEREAS, Articles of Merger of the following entities:

*STRAIT-FLEX INTERNATIONAL, INC. -- CC1185242*

*INTO:*

*CLARKWESTERN DIETRICH BUILDING SYSTEMS LLC -- FL001418808*

organized and existing under the laws of Missouri have been received, found to conform to law, and filed.

NOW, THEREOF, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned with

*CLARKWESTERN DIETRICH BUILDING SYSTEMS LLC -- FL001418808*

as the survivor, shall be effective on the date on which the same becomes effective in the State of Ohio. Effective date: **January 31, 2017.**

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 10th day of February, 2017.

  
Secretary of State

