

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM452071

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/19/1997
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EVODE U.S.A. INC.		12/19/1997	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	LUTON INC.
Street Address:	170 Pioneer Drive
Internal Address:	P.O. Box 808
City:	Leominster
State/Country:	MASSACHUSETTS
Postal Code:	01453
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2104615	GARAFLEX

CORRESPONDENCE DATA

Fax Number: 5089293177

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: 5087913511

Email: trademark@bowditch.com

Correspondent Name: Kathryn V. Chelini

Address Line 1: 311 Main Street

Address Line 2: Bowditch & Dewey LLP

Address Line 4: Worcester, MASSACHUSETTS 01615-0156

NAME OF SUBMITTER:	Kathryn V. Chelini
SIGNATURE:	/Kathryn V. Chelini/
DATE SIGNED:	11/26/2017

Total Attachments: 4

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Office of the Secretary of State

COPY

I, EDWARD J. FREEL, 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:

"EVODE U.S.A. INC.", A DELAWARE CORPORATION,
WITH AND INTO "LUTON INC." UNDER THE NAME OF "LUTON INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 1997, AT 10:01 O'CLOCK A.M.

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



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

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971439502

AUTHENTICATION: 8825956

DATE: 12-19-97

TRADEMARK

REEL: 006213 FRAME: 0221

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
EVODE U.S.A. INC.
INTO
LUTON INC.

LUTON INC., a corporation organized and existing under the laws of Delaware, **DOES HEREBY CERTIFY:**

FIRST: That this corporation was incorporated on the 28th day of August, 1992, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of Evode U.S.A. Inc., a corporation incorporated on the 15th day of February, 1989, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the Board on the 15th day of December, 1997, determined to and did merge into itself said Evode U.S.A. Inc.:

RESOLVED, that Luton Inc. merge, and it hereby does merge into itself said Evode U.S.A. Inc. and assumes all its obligations: and

FURTHER RESOLVED, that the merger shall become effective on January 1, 1998 at 12:06 a.m.; and

FURTHER RESOLVED, that the terms and conditions of the merger are as outlined in the Plan of Merger attached hereto as Exhibit A; and

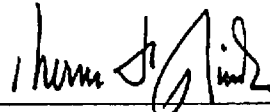
FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of

the resolutions to merge said Evode U.S.A. Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger; and

FURTHER RESOLVED, that this corporation change its name by changing Article FIRST of the Certificate of Incorporation of this corporation to read as follows: FIRST. The name of the corporation is AlphaGary Corporation.

IN WITNESS WHEREOF, said Luton Inc. has caused this Certificate to be signed by Thomas J. Riordan, its Vice President, this 15th day of December, 1997.

LUTON INC.

By: 

Thomas J. Riordan
Vice President

EXHIBIT A

PLAN OF OWNERSHIP AND MERGER

Plan of Ownership and Merger (the "Plan") of Evode U.S.A. Inc., a Delaware corporation ("Evode U.S.A."), with and into its parent corporation, Luton Inc., a Delaware corporation ("Luton").

The following summarizes the basic terms and conditions of the merger between the aforesaid parties:

ARTICLE 1
MERGER OF EVODE U.S.A. WITH AND INTO LUTON

1.1 The Merger. At the Effective Time (as hereinafter defined), subject to the terms and conditions of this Plan and pursuant to the provisions of the General Corporation Law of Delaware, Evode U.S.A. shall be merged with and into its parent corporation, Luton (the "Merger"), the separate existence of Evode U.S.A. (except as may be continued by operation of law) shall cease, and Luton shall continue as the surviving corporation. The Merger shall have the effects set forth herein and the effects set forth in the General Corporation Law of Delaware.

1.2 Effective Date and Time of Merger. The Certificate of Ownership and Merger shall provide that the Merger shall be effective January 1, 1998 at 12:06 a.m. (the "Effective Date and Time").

ARTICLE 2
CANCELLATION OF SHARES

2.1 Cancellation of Shares. At the Effective Date and Time, by virtue of the Merger and without any action on the part of Evode U.S.A. or the holders of each share of \$1.00 par value common stock of Evode U.S.A. issued and outstanding immediately prior to the Effective Date and Time shall be cancelled and retired and no payment shall be made with respect thereto.

ARTICLE 3
NAME CHANGE OF SURVIVING CORPORATION

3.1 Name Change. At the Effective Date and Time, the name of the surviving corporation shall be changed to AlphaGary Corporation.

ARTICLE 4
SHAREHOLDER & BOARD OF DIRECTORS CONSENT

4.1 The foregoing Plan of Ownership and Merger was duly adopted by the Sole Shareholder and the Board of Directors of each respective corporation on the 15th day of December, 1997.

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