

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM462019

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2018
RESUBMIT DOCUMENT ID:	900435456

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Qualmark Corporation		12/26/2017	Corporation: COLORADO

RECEIVING PARTY DATA

Name:	ESPEC North America, Inc.
Street Address:	4141 Central Pkwy.
City:	Hudsonville
State/Country:	MICHIGAN
Postal Code:	49426
Entity Type:	Corporation: MICHIGAN

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2040369	QUALMARK
Registration Number:	2037258	QUALMARK
Registration Number:	4554324	QUALMARK
Registration Number:	4551688	QUALMARK
Registration Number:	4889964	QUALMARK
Registration Number:	4579426	QUALMARK

CORRESPONDENCE DATA

Fax Number: 3038630223

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: 303-863-2972

Email: sstavish@sheridanross.com

Correspondent Name: Sabrina Stavish - Sheridan Ross P.C.

Address Line 1: 1560 Broadway, Suite 1200

Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	5866-4
NAME OF SUBMITTER:	Sabrina Stavish

SIGNATURE:	/Sabrina Stavish/
DATE SIGNED:	02/13/2018
Total Attachments: 3 source=Michican Certificate of Merger#page1.tif source=Michican Certificate of Merger#page2.tif source=Michican Certificate of Merger#page3.tif	

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**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received DEC 26 2017	AC1 (FOR BUREAU USE ONLY)	FILED
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.		DEC 27 2017

Name Joseph DeHondt c/o Dykema Gossett PLLC		
Address 39577 Woodward Avenue, Suite 300		
City Bloomfield Hills, MI 48304	State	ZIP Code

ADMINISTRATOR
CORPORATIONS DIVISION

EFFECTIVE DATE: 1/1/2018 12:00

Expiration date for new assumed names: December 31,
Expiration date for transferred assumed names appears in Item 6.

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

CERTIFICATE OF MERGER

For use by Domestic Profit and Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation(s) executes the following Certificate:

1. The Plan of Merger is as follows:

a. The name of each constituent corporation and its identification number is:

Qualmark Corporation	
ESPEC North America, Inc.	800595446

b. The name of the constituent corporation that will be the surviving corporation and its identification number is:

ESPEC North America, Inc.	800595446
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c. For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares of each class and series	Indicate classes and series of shares that are entitled to vote	Indicate each class and series that is entitled to vote as a class, if any
Qualmark Corporation	1,000 shares of Common Stock	Common Stock	N/A
ESPEC North America, Inc.	94,500 shares of Common Stock	Common Stock	N/A

If the number of shares is subject to change prior to the effective date of the merger, the manner in which the change may occur is as follows:
N/A

\$150.00 ccIndx 1812454 \$110.00 ccIndx 18121619 173044
TRADEMARK

2. Complete for Nonprofit Corporations Only

a) For each corporation organized on a membership basis, state (a) the name of the corporation, (b) a description of its members, and (c) the number, classification and voting rights of its members.

b) For each corporation organized on a directorship basis, state (a) the name of the corporation, (b) a description of the organization of its board, and (c) the number, classification and voting rights of its directors.

c) State the terms and conditions of the proposed merger.

d) Other provisions with respect to the merger are as follows:

3. a) State the manner and basis of converting the shares of or membership or other interest in, each constituent corporation into shares, obligations, or other securities of or membership or other interest in the surviving corporation, or into cash or other consideration.

At the 12:00 midnight Eastern Standard Time on January 1, 2018 (the "Effective Time"), by virtue of the merger and without any action on the part of the ESPEC North America, Inc. ("ENA" or the "Surviving Corporation"), Qualmark Corporation ("Qualmark"), or ESPEC CORP. (a) each share of common stock of Qualmark issued and outstanding immediately prior to the Effective Time shall be converted into 0.5 of a share of validly issued, fully paid and non-assessable common stock of the Surviving Corporation and (b) each share of ENA issued and outstanding immediately prior to the Effective Time shall remain outstanding following the consummation of the merger.

b) The amendments to the Articles or a restatement of the Articles of the surviving corporation to be effected by the merger are as follows: See attached.

4. The corporation has complied with the applicable provision of the law of the jurisdiction where it is organized.

5. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after receipt of this document in this office.)

January 1, 2018 at 12:00 midnight EST.

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REEL: 006265 FRAME: 0945

The Plan of Merger was adopted by the board of each constituent corporation under section 701.

The Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any shareholder or member of any constituent corporation.

6. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the merger are:

Assumed Name	Corporation Transferred from	Expiration Date

Nonsurvivor name to be used as assumed name of survivor:
Qualmark Corporation

7. (Complete only section (a), (b), or (c) for each corporation).

a) The Plan of Merger was approved by unanimous consent of the incorporators of _____ a Michigan corporation which has not commenced business, has not issued shares or memberships, and has not elected a Board of Directors.

(Signature of Incorporator) (Type or Print Name)

(Signature of Incorporator) (Type or Print Name)

(Signature of Incorporator) (Type or Print Name)

(Signature of Incorporator) (Type or Print Name)

b) The Plan of Merger was approved by the shareholders or members of the following Michigan corporation(s) in accordance with section 703a of the Act.

Qualmark Corporation

ESPEC North America, Inc.

By Kenneth C Walter
(Signature of Authorized Officer or Agent)

By Kenneth C Walter
(Signature of Authorized Officer or Agent)

Kenneth C Walter
(Type or Print Name)

Kenneth C Walter
(Type or Print Name)

Qualmark Corporation
(Name of Corporation)

ESPEC North America, Inc.
(Name of Corporation)

c) The Plan of Merger was approved by the Board of Directors of the following Michigan nonprofit corporation(s) organized on a directorship basis in accordance with section 703a(3) of 1982 PA 162.

By _____
(Signature of Authorized Officer or Agent)

By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

(Type or Print Name)

(Name of Corporation)

(Name of Corporation)