

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM475185

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	06/08/2016
<b>RESUBMIT DOCUMENT ID:</b>	900443388

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HUBER+SUHNER Pace Inc.		06/08/2016	Corporation: DELAWARE

## NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Polatis, Inc.	06/08/2016	Corporation: DELAWARE

## MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

<b>Name:</b>	HUBER+SUHNER Polatis, Inc.
<b>Street Address:</b>	213 Burlington Road
<b>Internal Address:</b>	Suite 123
<b>City:</b>	Bedford
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	01730
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
<b>Registration Number:</b>	4118360	POLATIS
<b>Registration Number:</b>	4118361	POLATIS

## CORRESPONDENCE DATA

## Fax Number:

*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.*

**Email:** jordan.lavine@flastergreenberg.com  
**Correspondent Name:** Jordan A. LaVine  
**Address Line 1:** 1835 Market Street, Suite 1050  
**Address Line 4:** Philadelphia, PENNSYLVANIA 19103

<b>NAME OF SUBMITTER:</b>	Jordan A LaVine
<b>SIGNATURE:</b>	/jordan lavine/

<b>DATE SIGNED:</b>	05/23/2018
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**Total Attachments: 5**

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**CERTIFICATE OF MERGER  
OF  
HUBER+SUHNER PACE INC.  
WITH AND INTO  
POLATIS, INC.**

Pursuant to Section 251(c) of the Delaware General Corporation Law, Polatis, Inc., the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Polatis, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is HUBER+SUHNER PACE Inc., a Delaware corporation.

**SECOND:** The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the Delaware Corporation Law.

**THIRD:** The name of the surviving corporation is Polatis, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation as in effect immediately prior to the merger shall be amended and restated in its entirety as set forth in Exhibit A attached hereto, as so amended and restated, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** The Agreement and Plan of Merger is on file at 213 Burlington Road, Suite 123, Bedford, Massachusetts, 01730, the place of business of the surviving corporation.

**SIXTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of the constituent corporations.

**SEVENTH:** The merger shall become effective at the time of filing this Certificate of Merger with the Secretary of the State of Delaware.

[remainder of page intentionally left blank]

The Corporation has caused this Certificate of Merger to be executed by its duly authorized officer this 8th day of June, 2016.

POLATIS, INC.

By: Gerald W. Wesel

Name: Gerald W. Wesel

Title: PROSIDENT & CEO

*[signature page of the Certificate of Merger]*

**EXHIBIT A**

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
HUBER+SUHNER POLATIS, INC.**

**ARTICLE I  
NAME**

The name of the corporation (the "*Corporation*") is HUBER+SUHNER Polatis, Inc.

**ARTICLE II  
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808, located in the County of New Castle. The name of the registered agent of the Corporation in the State of Delaware at such address is Corporation Service Company.

**ARTICLE III  
PURPOSE**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "General Corporation Law").

**ARTICLE IV  
AUTHORIZED STOCK**

The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000). All such shares are to be Common Stock, no par value per share, and shall be of one class.

**ARTICLE V  
DURATION**

The Corporation is to have perpetual existence.

**ARTICLE VI  
BYLAWS**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the bylaws of the Corporation.

**ARTICLE VII  
NUMBER OF DIRECTORS**

The number of directors which shall constitute the whole Board of Directors of the Corporation shall be as specified in the Bylaws of the Corporation.

**ARTICLE VIII  
ELECTION OF DIRECTORS**

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

**ARTICLE IX  
MEETINGS; BOOKS AND RECORDS**

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provisions contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors on in the Bylaws of the Corporation.

**ARTICLE X  
AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders are granted subject to this reservation.

**ARTICLE XI  
PERSONAL LIABILITY FOR DIRECTORS**

A director of the Corporation shall, to the fullest extent permitted by the General Corporation Law as it now exists or as it may hereafter be amended, not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the General Corporation Law is amended, after approval by the stockholders of this Article, to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law, as so amended.

Any amendment, repeal or modification of this Article XI, or the adoption of any provision of this Certificate of Incorporation inconsistent with this Article XI, by the stockholders of the Corporation shall not apply to or adversely affect any right or protection of a director of the Corporation (a) existing at the time of such amendment, repeal, modification or adoption, or (b) in respect of any action taken or omitted by such director prior to such amendment, repeal, modification or adoption.

**ARTICLE XII  
INDEMNIFICATION**

A. To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) agents of the Corporation (and any other persons to which General Corporation Law permits the Corporation to provide indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law, subject only to limits created by applicable General Corporation Law (statutory or non-statutory), with respect to actions for breach of duty to the Corporation, its stockholders, and others.

B. Any amendment, repeal or modification of the foregoing provisions of this Article XII shall not adversely affect any right or protection of a director, officer, agent, or other person existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director, officer or agent occurring prior to, such amendment, repeal or modification.

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