

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM494588

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2016		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Valeo Climate Control Corp.		12/23/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Valeo North America		
Street Address:	150 Stephenson Highway		
City:	Troy		
State/Country:	MICHIGAN		
Postal Code:	48083		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	0931676	CIBIE	
Registration Number:	0973273	CIBIE	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	bryce.maynard@bipc.com		
Correspondent Name:	Bryce J. Maynard		
Address Line 1:	1737 King Street, Suite 500		
Address Line 2:	Buchanan Ingersoll & Rooney PC		
Address Line 4:	Alexandria, VIRGINIA 22314		
NAME OF SUBMITTER:	Bryce J. Maynard		
SIGNATURE:	/Bryce J. Maynard/		
DATE SIGNED:	10/18/2018		
Total Attachments: 3			
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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"VALEO CLIMATE CONTROL CORP.", A DELAWARE CORPORATION, WITH AND INTO "VALEO NORTH AMERICA, INC." UNDER THE NAME OF "VALEO NORTH AMERICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2016, AT 10:38 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2016 AT 11:59 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

2359180 8100M
SR# 20167245351

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203582749

Date: 12-23-16

TRADEMARK
REEL: 006460 FRAME: 0142

**CERTIFICATE OF MERGER
OF
VALEO CLIMATE CONTROL CORP.
(a Delaware corporation)
WITH AND INTO
VALEO NORTH AMERICA, INC.
(a Delaware corporation)**

Pursuant to Title 8, Section 251 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is Valeo Climate Control Corp., a Delaware corporation and Valeo North America, Inc., a Delaware corporation ("VNAI").

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is Valeo North America, Inc., a Delaware corporation.

FOURTH: The Amended and Restated Certificate of Incorporation of VNAI shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The merger is to become effective as of 11:59 p.m. EST on December 31, 2016.

SIXTH: The Agreement and Plan of Merger is on file at 150 Stephenson Highway, Troy, MI, 48083, the place of business of the surviving corporation.

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

[signature page follows]

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 23rd day of December, 2016.

VALEO NORTH AMERICA, INC.
a Delaware corporation

By: *Gabriel Diab*
Name: Gabriel Diab
Title: Treasurer

[Certificate of Merger (DE) – VCC/VNAI]