

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM698760

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2021		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Delta Fire Systems, Inc.		12/13/2021	Corporation: UTAH
RECEIVING PARTY DATA			
Name:	Western States Fire Protection Company		
Street Address:	1100 Old Highway 8 NW		
City:	New Brighton		
State/Country:	MINNESOTA		
Postal Code:	55112		
Entity Type:	Corporation: MINNESOTA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	87632510	DELTA FIRE SYSTEMS INC.	
Serial Number:	87632516	PROTECTING WHAT PEOPLE VALUE MOST	
CORRESPONDENCE DATA			
Fax Number:	6123212288		
<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>			
Phone:	6123212800		
Email:	mplsbrandsteam01@nortonrosefulbright.com		
Correspondent Name:	Timothy M. Kenny		
Address Line 1:	98 San Jacinto Boulevard, Suite 1100		
Address Line 4:	Austin, TEXAS 78701		
ATTORNEY DOCKET NUMBER:	1001139198		
NAME OF SUBMITTER:	Kerry R Thompson - Paralegal		
SIGNATURE:	/Kerry R Thompson/		
DATE SIGNED:	12/30/2021		
Total Attachments: 8			
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**Office of the Minnesota Secretary of State
Certificate of Merger**

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

MINNESOTA: WESTERN STATES FIRE PROTECTION COMPANY
UTAH: DELTA FIRE SYSTEMS, INC.

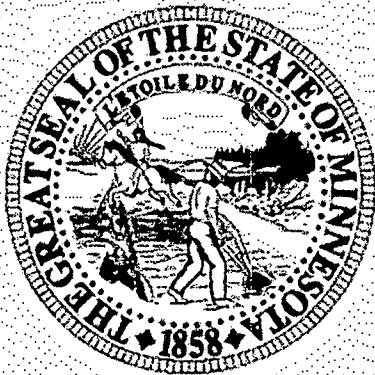
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: WESTERN STATES FIRE PROTECTION COMPANY

Name of Surviving Entity after Effective Date of Merger:

WESTERN STATES FIRE PROTECTION COMPANY

This certificate has been issued on: 12/15/2021



Steve Simon

Steve Simon
Secretary of State
State of Minnesota

TRADEMARK

REEL: 007545 FRAME: 0834



**ARTICLES OF MERGER
OF
DELTA FIRE SYSTEMS, INC., a Utah corporation
INTO
WESTERN STATES FIRE PROTECTION COMPANY, a Minnesota corporation**

Pursuant to Section 302A.601 of the Minnesota Business Corporation Act (the "Act"), the undersigned corporations hereby execute the following Articles of Merger:

1. The name and jurisdiction of organization of each constituent entity are:

<u>Name of Merging Company</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Delta Fire Systems, Inc. ("Delta")	Utah	Corporation
<u>Name of Surviving Company</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Western States Fire Protection Company ("Western")	Minnesota	Corporation

2. The Agreement and Plan of Merger attached hereto as Exhibit A (the "Plan of Merger"), and incorporated herein by reference, sets forth the terms and conditions of the merger.

3. The Plan of Merger has been adopted by the required consent of the directors and the sole shareholder of Delta, pursuant to the Utah Revised Business Corporation Act, Section 16-10a-704, and by the required consent of the directors and sole shareholder of Western, pursuant to Minnesota Business Corporation Act, Chapter 302A.601.

4. Western shall be the surviving entity of the merger, and its name shall remain, Western States Fire Protection Company.

5. The Articles of Incorporation of Western, as now in force and effect, shall be its Articles of Incorporation following the merger.


6. A copy of the Plan of Merger will be furnished by Western upon request and without cost to any shareholder of the constituent companies.

7. The merger shall be effective on December 31, 2021 at 11:59 p.m. CST.

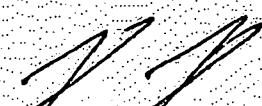
[Signature page follows.]

Entered into as of the 13 day of December 2021.

DELTA FIRE SYSTEMS, INC.

By: 
Name: Kevin Krumm
Its: Chief Financial Officer and Treasurer

**WESTERN STATES FIRE PROTECTION
COMPANY**

By: 
Name: Kevin Krumm
Its: Chief Financial Officer and Treasurer

[Signature page to Articles of Merger]

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

See attached.

**AGREEMENT AND PLAN OF MERGER
OF
DELTA FIRE SYSTEMS, INC., a Utah corporation
INTO
WESTERN STATES FIRE PROTECTION COMPANY, a Minnesota corporation**

This Agreement and Plan of Merger ("Plan of Merger") is entered into by Delta Fire Systems, Inc., a Utah corporation, and Western States Fire Protection Company, a Minnesota corporation, effective as of the date set forth below.

**ARTICLE 1.
MERGER OF COMPANIES**

1.1) Constituent Companies. The names and principal office addresses of the constituent companies are Delta Fire Systems, Inc., a Utah corporation ("Delta"), 1507 South Pioneer Road, Salt Lake City, UT 84104-4113, and Western States Fire Protection Company, a Minnesota corporation ("Western"), 1100 Old Highway 8 NW, New Brighton, MN 55112. The constituent companies shall be combined by the merger of Delta with and into Western, with Western as the surviving company, pursuant to the applicable provisions of the Minnesota Business Corporation Act (the "MN Act") and the Utah Revised Business Corporation Act (the "UT Act") (the "Merger").

1.2) Surviving Company. The name, jurisdiction, and registered address of the surviving company is: Western States Fire Protection Company, a Minnesota corporation, located at 1100 Old Highway 8 NW, New Brighton, MN 55112 (the "Surviving Company").

**ARTICLE 2.
MEANS OF EFFECTING MERGER AND CONVERTING STOCK OWNERSHIP**

2.1) The Merger. The Merger shall be effective on December 31, 2021 at 11:59 p.m. CST (the "Effective Time"). At the Effective Time, Delta shall be merged with and into Western in accordance with the provisions of the MN Act and UT Act, whereupon the separate company existence of Delta shall cease, and Western shall alone continue in existence as the Surviving Company. All transactions after the Effective Time shall be deemed transactions of and for the account of Western as the Surviving Company.

2.2) Succession. As of the Effective Time, Western shall succeed to and possess all rights, privileges, powers, franchises, assets, property, and immunities of both constituent companies. The title to any real property or any interest therein, vested by deed or otherwise, in either constituent company shall not revert or be in any way impaired by reason of the Merger. Further provided, all rights of creditors and all liens upon any property of either of the constituent companies shall be preserved unimpaired, limited in lien to the property affected by such liens at the Effective Time, and all debts, liabilities, and duties of either of the constituent companies shall become those of Western and may be enforced against it to the same extent as if such debts, liabilities, and duties had been incurred or contracted by Western.

2.3) Instruments of Further Assurance. If at any time after the Effective Time, the Surviving Company shall determine or be advised that any instrument of further assurance is needed in order to evidence the vesting in it of the title of any of the constituent companies to any of the property rights of the constituent companies, the appropriate officer or director of the constituent companies is hereby authorized to execute, to acknowledge, and to deliver all such instruments of further assurance, and to do all acts or things, in the name of the constituent companies, as may be required or desirable to carry out the provisions of this Plan of Merger.

2.4) Cancellation of Delta Shares and Continuation of Western Shares.

(a) Delta Shares. Each share of common stock of Delta held by the sole shareholder of Delta immediately prior to the Effective Time shall, by virtue of the Merger, be cancelled.

(b) Western Shares. Each share of common stock of Western held by any person, whether as a shareholder of Western or otherwise, held immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of the holder thereof, remain in existence.

ARTICLE 3. ORGANIZATION OF THE SURVIVING COMPANY

3.1) Articles of Incorporation of the Surviving Company. The Articles of Incorporation of the Surviving Company shall be the existing Articles of Incorporation of Western in effect prior to the Effective Time until thereafter amended in accordance with the MN Act or other applicable law.


3.2) Bylaws of the Surviving Company. The Bylaws of the Surviving Company shall be the Bylaws of Western in effect prior to the Effective Time.

3.3) Board of Directors and Officers of the Surviving Company. From and after the Effective Time, the members of the Board of Directors and the Officers of the Surviving Company shall be the members of the Board of Directors and the Officers of Western who were duly appointed and in place prior to the Effective Time.

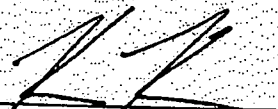
[Signature Page to Agreement and Plan of Merger Follows]

Entered into as of the 13 day of December 2021.

DELTA FIRE SYSTEMS, INC.

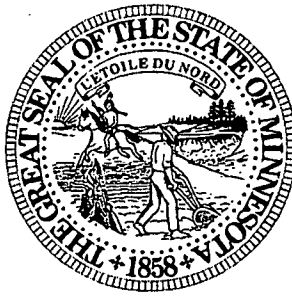
By: 
Name: Kevin Krumm
Its: Chief Financial Officer and Treasurer

**WESTERN STATES FIRE PROTECTION
COMPANY**

By: 
Name: Kevin Krumm
Its: Chief Financial Officer and Treasurer

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[Signature Page to Agreement and Plan of Merger]



File Numbers

127878990014

4V-898

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

12/15/2021 11:59:00 PM

Steve Simon

Steve Simon
Secretary of State