

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM727560

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hoffinger Industries, Inc.		09/30/2016	Corporation: ARKANSAS
RECEIVING PARTY DATA			
Name:	Hollowell Industries, Inc.		
Street Address:	315 N Sebastian St		
City:	West Helena		
State/Country:	ARKANSAS		
Postal Code:	72390		
Entity Type:	Corporation: ARKANSAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1715457	DOUGHBOY	
Registration Number:	1314483	SILICA II	
Registration Number:	0926085	DOUGHBOY	
CORRESPONDENCE DATA			
Fax Number:	5019187870		
<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:	5016888870		
Email:	mjohnston@mwlaw.com		
Correspondent Name:	Margaret Johnston		
Address Line 1:	425 W Capitol, Ste 1800		
Address Line 4:	Little Rock, ARKANSAS 72201		
NAME OF SUBMITTER:	Margaret A. Johnston		
SIGNATURE:	/Margaret A Johnston/		
DATE SIGNED:	05/12/2022		
Total Attachments: 21			
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Arkansas Secretary of State Mark Martin

State Capitol Building ♦ Little Rock, Arkansas 72201-1094 ♦ 501.682.3409

I, Mark Martin, Arkansas Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

All Corporate records on file for

HOLLOWELL INDUSTRIES, INC.

In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 5th day of January, 2018.

Mark Martin

Mark Martin
Arkansas Secretary of State

By

Julia Butler
Julia Butler

TRADEMARK

REEL: 007720 FRAME: 0293

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Certificate of Amendment

Does this Amendment include a share exchange? **NO**

The undersigned pursuant to the Arkansas Business Corporation Act of 1987, (Act 958 of 1987), sets forth the following:

1. The name of the corporation is

HOFFINGER INDUSTRIES, INC.

and is duly organized, created and existing under and by virtue of the laws of the State of Arkansas.

2. The amendment to the Articles of Incorporation was adopted on

29TH day of, **SEPTEMBER, 2016.**

3. The Articles of Incorporation are amended as follows:

THE CORPORATE NAME WAS CHANGED TO
HOLLOWELL INDUSTRIES, INC.

4. If an amendment provides for an exchange, reclassification or cancellation of issued shares and such provisions are not contained in the amendment itself, state the provisions for the implementation.

N/A

- 5a. The Amendment was adopted by the incorporators or board of directors of the corporation, no action by the shareholders was required to adopt the amendment.

OR

- 5b. The amendment was approved by the shareholders.

(number of shares)

shares of are outstanding.

(number) votes are entitled to be cast

by each voting group entitled to vote separately on the amendment.
The number of votes of each voting group indisputably represented
at the meeting was .

(number) of the voting group in favor

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of the amendment and of the voting
group voted against the amendment.

OR

- 5c. undisputed votes were cast for the
amendment by each voting group. The number of shares voting in
favor of the amendment was sufficient to adopt the amendment.

Signature

WAYNE D. HOLLOWELL

Title (Chairman of the Board, President, or other officer or
incorporator if directors have not been selected.)

CHAIRMAN OF THE BOARD

ARTICLES OF INCORPORATION
OF
HOFFINGER INDUSTRIES, INC.

The undersigned, being of legal age, in order to form a corporation under and pursuant to the laws of the State of Arkansas, do hereby set forth as follows:

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FIRST: The name of the corporation is
HOFFINGER INDUSTRIES, INC.

W. J. "BILL" McCUEN
SECRETARY OF STATE

SECOND: The address of the initial registered office and registered agent in this state is c/o Ervin Pettie, *Old Hwy 49* West Helena, Arkansas 72390 and the name of the registered agent at said address is Ervin Pettie

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Arkansas.

FOURTH: The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
COMMON	566,421	\$.01

FIFTH: The number of directors constituting the initial Board of Directors is three (3); and the names and addresses of those constituting the initial Board of Directors, to serve until the first annual meeting of shareholders, or until the successors are elected and qualify, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray A. Barr	9 East 40th Street New York, New York 10016
Mark Skubicki	9 East 40th Street New York, New York 10016
Maria R. Fischetti	9 East 40th Street New York, New York 10016

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SIXTH: The names and addresses of the incorporators are as follows:

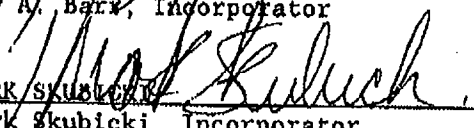
<u>NAME</u>	<u>ADDRESS</u>
Ray A. Barr	9 East 40th Street New York, New York 10016
Mark Skubicki	9 East 40th Street New York, New York 10016
Maria R. Fischetti	9 East 40th Street New York, New York 10016


SEVENTH: The period of duration of the corporation shall be perpetual.

EIGHTH: The amount of capital which the corporation shall have received for the issuance of its shares before commencing business is three hundred (\$300.00) dollars.

IN WITNESS WHEREOF, the undersigned hereby executes this document and affirms that the facts set forth herein are true under the penalties of perjury this seventh day of January, 1987.


RAY A. BARR
Ray A. Barr, Incorporator


MARK SKUBICKI
Mark Skubicki, Incorporator

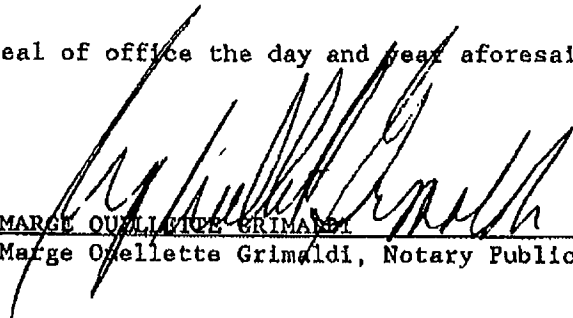

MARIA R. FISCHETTI
Maria R. Fischetti, Incorporator

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STATE OF NEW YORK)
)ss:
COUNTY OF NEW YORK)

Be it remembered that on this seventh day of January, 1987, personally came before me, a Notary Public in and for the County and State aforesaid, Ray A. Barr, Mark Skubicki, and Maria R. Fischetti parties to the foregoing document, known to me personally to be such, and who, being by me first duly sworn, acknowledged the said document to be his act and deed and that the facts therein stated are true.

Given under my hand and seal of office the day and year aforesaid.


MARGE OUELLETTE GRIMALDI
Marge Ouellette Grimaldi, Notary Public

MARGE OUELLETTE GRIMALDI
Notary Public, State of New York
No. 31-4846327
Commissioned in New York County
Commission Expires February 10th, 1988

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Arkansas Secretary of State - Document No.: 5406820002 - Date Filed: 05-15-2008 03:16 PM - Total Pages: 2

Notice of Change of Registered Office or Registered Agent or Both

Pursuant to the Corporation Laws of the State of Arkansas, (Act 958 of 1987), the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both in the State of Arkansas. If this statement reflects a change of registered office, this form must be accompanied by notice of such change to any and all applicable corporations.

Click appropriate button:

DOMESTIC

1. Name of corporation:

HOFFINGER INDUSTRIES, INC

2. Street address of present registered office:

Street Address: 315 N. SEBASTIAN ST.
City: WEST HELENA
State: AR ZIP: 72390-

3. Street address to which registered office is to be changed:

Street Address: 315 N. SEBASTIAN ST.
City: WEST HELENA,
State: AR ZIP: 72390-

4. Name of present registered agent:

ERVIN PETTIE

5. Name of successor registered agent:

DOUG HOLLOWELL

I, (name of successor registered agent)

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DOUG HOLLOWELL,

hereby consent to serve as registered agent for this corporation.

(Signature of Successor Agent)

DOUG HOLLOWELL

A letter of consent from successor agent may be substituted in lieu of this signature.

- 6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.**

A copy bearing the file marks of the Secretary of State shall be returned.

If this corporation is governed by Act 576 or 1965 such change must be filed with the County Clerk of the County in which its registered office is located, unless the registered office is located in Pulaski County, in which event no filing with the County Clerk is required.

Date: 15th of May, 2006

Signature of Authorized Officer

DOUG HOLLOWELL

Title of Authorized Officer

PRESIDENT



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**CERTIFICATE OF AMENDMENT
AMENDING AND RESTATING THE
ARTICLES OF INCORPORATION
OF
HOFFINGER INDUSTRIES, INC.**

(Including Election to be Governed under the Arkansas Business Corporation Act of 1987 [Act No. 958 of the Acts of Arkansas of 1987], as it now exists or may hereafter be amended)

The undersigned, as President and Asst. Secretary of Hoffinger Industries, Inc., a corporation duly organized, created and existing under and by virtue of the laws of the state of Arkansas, do hereby certify in compliance with the Arkansas Business Corporation Act (Act 576 of 1965) that:

A. The name of the Corporation is Hoffinger Industries, Inc.

B. Pursuant to a Memorandum of Action by Board of Directors and Consent to Action of the Shareholders of Hoffinger Industries, Inc., this Certificate of Amendment Amending and Restating the Articles of Incorporation, as herein stated, was offered and adopted by the Shareholders on April 10 2012.

C. The number of shares outstanding and entitled to vote on the amendment are Five Hundred Sixty Six Thousand Four Hundred Twenty One (566,421) shares of Common Stock. Five Hundred Sixty Six Thousand Four Hundred Twenty One (566,421) shares of Common Stock were voted for the amendment and zero (0) shares of Common Stock were voted against the amendment.

D. The Articles of Incorporation of this corporation were amended and restated in their entirety to read as set forth in Exhibit "A" attached hereto.

E. The amendments contained in the Amended and Restated Articles of

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Incorporation did not provide for an exchange, reclassification, or cancellation of issued shares.

F. The amendments contained in the Amended and Restated Articles of Incorporation did increase the stated capital of the Corporation from \$5,664.21 to \$6,000.00 reflecting an increase of \$335.79. The change was effected by increasing the number of authorized shares of common stock from Five Hundred Sixty Six Thousand Four Hundred Twenty One (566,421) to Six Hundred Thousand (600,000). The par value of the authorized shares of common stock did not change as a result of the amendments.

IN WITNESS WHEREOF, the said Corporation has caused its corporate name to be subscribed by its President, who hereby verifies that the statements contained in the foregoing Certificate of Amendment are true and correct to the best of his knowledge and belief, and duly attested by its Assistant Secretary on this 12 day of April, 2012.

HOFFINGER INDUSTRIES INC.

By



Wayne D. Hollowell, Jr., President

ATTEST:



Kim Walker, Asst. Secretary

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EXHIBIT "A"

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF HOFFINGER INDUSTRIES, INC.

Hoffinger Industries, Inc. hereby certifies as follows:

1. The name of this corporation is Hoffinger Industries, Inc.
2. The street address of the corporation's registered office is 315 N Sebastian St, and the name of the registered agent of the corporation at that address shall be Doug Hollowell.
3. The nature of the business of the corporation and the primary object or purposes proposed to be transacted, promoted or carried on by it, are as follows:
 - (a) To conduct any business enterprise not contrary to law.
 - (c) To buy, sell, lease, use, develop, mortgage, improve and otherwise deal in and dispose of all types of real or personal property in connection with the conduct of business enterprise carried on by the corporation.
 - (d) To exercise all of the powers enumerated in the Arkansas Business Corporation Act.
4. The total amount of the authorized capital stock of this corporation is 600,000 shares of common stock with \$.01 par value.
5. The number of directors constituting the Board of Directors shall be the number prescribed in the Bylaws of the Corporation but shall not be less than one (1) and not more than five (5), which number may be increased or decreased from time to time in the manner provided in the Bylaws. The Board of Directors shall have all those powers and duties enumerated in the Arkansas Business Corporation Act.

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6. The President and Secretary of the corporation shall have the authority on behalf of the corporation to enter into any contract between the corporation and all of its shareholders (a) imposing restrictions on the future transfer (whether inter vivos, by inheritance or testamentary gift), hypothecation or other disposition of its shares; (b) granting purchase options to the corporation or its shareholders; or (c) requiring the corporation or its shareholders to purchase such shares upon stated contingencies. In addition, any and all of such restrictions, options or requirements may be imposed on all shares of the corporation, issued and unissued, upon the unanimous resolution of the Board of Directors and the consent of all stockholders as of the date of the Board's resolution.

7. (a) The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best

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interests of the corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

(b) The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable to the corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

(c) To the extent that a director, officer, employee or agent of a corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in subsections (a) and (b) of this article, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

(d) Any indemnification under subsections (a) and (b) of this article (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon

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a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in subsections (a) and (b) of this article. Such determination shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable, or, even if obtainable, a quorum of disinterested directors so directs, by independent legal counsel in a written opinion, or (3) by the stockholders.

(e) Expenses incurred by an officer or director in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the corporation as authorized in this article. Such expenses incurred by other employees and agents may be so paid upon such terms and conditions, if any, as the board of directors deems appropriate.

(f) The indemnification and advancement of expenses provided by or granted pursuant to the other subsections of this article shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any bylaw, agreement, vote of stockholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office.

(g) The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability

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asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this article.

(h) For purposes of this article, references to the "corporation" shall include, in addition to the resulting corporation, any constituent corporation (including any constituent of a constituent) absorbed in a consolidation or merger which, if its separate existence had continued, would have had power and authority to indemnify its directors, officers and employees or agents, so that any person who is or was a director, officer, employee or agent of such constituent corporation, or is or was serving at the request of such constituent corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall stand in the same position under the provisions of this article with respect to the resulting or surviving corporation as he would have with respect to such constituent corporation if its separate existence had continued.

(i) For purposes of this article, references to "other enterprises" shall include employee benefit plans; references to "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to "serving at the request of the corporation" shall include any service as a director, officer, employee or agent of the corporation which imposes duties on, or involves services by, such director, officer, employee or agent with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner he reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner "not opposed to the best interests of the corporation" as referred to in this article.

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(j) The indemnification and advancement of expenses provided by, or granted pursuant to, this article shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

8. Unless the Bylaws of the corporation otherwise provide for a greater number, a quorum at any meeting of the shareholders of the corporation shall consist of a majority of the votes entitled to be cast on the matter, represented in person or by duly authorized proxy at such meeting.

9. This corporation shall be governed by the provisions of the Arkansas Business Corporation Act of 1987 (Act No. 958 of the Acts of Arkansas of 1987), as it now exists or may hereafter be amended.

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FILED - Arkansas Secretary of State - Mark Martin - Doc#: 2282854003 - Filing#: 100025140 - Filed On: 4/13/2012 9:58:59 AM - Page(s): 6

**ARTICLES OF MERGER
OF
HOFFINGER INDUSTRIES, INC.
a Delaware corporation**

with and into

**HOFFINGER INDUSTRIES, INC.
an Arkansas corporation**

Hoffinger Industries, Inc., an Arkansas corporation ("Hoffinger-AR") and Hoffinger Industries, Inc., a Delaware corporation ("Hoffinger-DE"), hereby adopt the following Articles of Merger for the purpose of merging Hoffinger-DE into Hoffinger-AR (the "Merger") and do hereby certify that:

1. Hoffinger-AR is a corporation duly organized and existing under the laws of the state of Arkansas, and shall be the surviving corporation in the Merger.
2. Hoffinger-DE is a corporation duly organized and existing under the laws of the state of Delaware.
3. The Plan and Agreement of Merger (the "Plan of Merger") setting forth the terms and conditions of the merger of Hoffinger-DE with and into Hoffinger-AR is attached to these Articles as Exhibit A and incorporated herein by reference.
4. Approval of the shareholders of the corporations which are parties to the merger was required.
5. There are 566,421 shares of common stock of Hoffinger-AR issued and outstanding that were entitled to vote on the Plan of Merger. 566,421 shares were voted in favor of the Plan of Merger and no shares were voted against the Plan of Merger. 566,421 shares voted for the Plan of Merger was a sufficient number of votes to approve the Plan of Merger.

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6. There are 892,500 shares of common stock of Hoffinger-DE issued and outstanding that were entitled to vote on the Plan of Merger. 892,500 shares were voted in favor of the Plan of Merger and no shares were voted against the Plan of Merger. 892,500 shares voted for the Plan of Merger was a sufficient number of votes to approve the Plan of Merger.

7. There are 292,500 shares of Class B stock of Hoffinger-DE issued and outstanding that were entitled to vote on the Plan of Merger. 292,500 shares were voted in favor of the Plan of Merger and no shares were voted against the Plan of Merger. 292,500 shares voted for the Plan of Merger was a sufficient number of votes to approve the Plan of Merger.

7. The effective date of the Merger is the filing of these Articles of Merger.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on this 12 day of April, 2012.

HOFFINGER INDUSTRIES, INC.
an Arkansas corporation

By: 
Wayne D. Hollowell, Jr., President

HOFFINGER INDUSTRIES, INC.
a Delaware corporation

By: 
President

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EXHIBIT "A"
PLAN AND AGREEMENT OF MERGER
BETWEEN
HOFFINGER INDUSTRIES, INC., a Delaware corporation
AND
HOFFINGER INDUSTRIES, INC., an Arkansas corporation

This Plan and Agreement of Merger (the "Plan") is made effective as of the 21st day of March, 2012, by and between Hoffinger Industries, Inc., a Delaware Corporation ("Hoffinger-DE"), and Hoffinger Industries, Inc., an Arkansas Corporation ("Hoffinger-AR").

WITNESSETH:

WHEREAS, Hoffinger-DE is a corporation organized and existing under the laws of the state of Delaware, its Certificate of Incorporation having been filed in the Office of the Secretary of the State of Delaware on September 1, 1961; and

WHEREAS, Hoffinger-AR is a corporation organized and existing under the laws of the State of Arkansas; and

WHEREAS, the Board of Directors of each of the constituent corporations deems it advisable, fair and equitable and to the advantage, welfare, and best interests of each of the constituent corporations and their shareholders to merge Hoffinger-DE with and into Hoffinger-AR, with Hoffinger-AR being the surviving corporation on the terms and conditions hereafter set forth, in accordance with the applicable provisions of the statutes of the State of Delaware and Arkansas respectively, which permit such merger;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements, covenants and provisions of the parties hereto, and being duly approved by resolutions adopted by the Boards of Directors of the respective parties, Hoffinger-DE and Hoffinger-AR, have agreed and do hereby agree, each with the other as follows:

1. Hoffinger-DE and Hoffinger-AR shall be merged into a single corporation, in accordance with the applicable provisions of the laws of the State of Delaware and of the State of Arkansas, by Hoffinger-DE merging into Hoffinger-AR, which shall be the surviving corporation.

2. The merger shall become effective as provided in the applicable laws of the State of Delaware and the State of Arkansas upon the filing of Certificate of Merger and/or Articles of Merger, as applicable with the Secretary of State of Delaware and the Secretary of State of Arkansas (the "Effective Date").

3. From and after the Effective Date, Hoffinger-DE and Hoffinger-AR shall be a single corporation which shall be Hoffinger-AR, as the surviving corporation, and as the surviving corporation, Hoffinger-AR shall continue to exist under its present name pursuant to the applicable provisions of the laws of the State of Delaware and the State of Arkansas, and the separate existence of Hoffinger-DE shall cease except to the extent provided by the laws of the State of Delaware in the case of a corporation after its merger into another corporation.

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4. The Certificate of Incorporation and the Bylaws of Hoffinger-AR shall not be amended in any respect by this Plan and the same shall continue in full force and effect as the Certificate of Incorporation and Bylaws of Hoffinger-AR.

5. Each share of Hoffinger-DE stock shall be canceled and retired and shall cease to exist upon the Effective Date of the merger contemplated by the Plan.

6. In the event that this Plan shall have been fully approved and adopted by the parties in accordance with the provisions of all applicable laws, the parties agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Delaware and the State of Arkansas, and that they will cause to be performed all necessary acts within the State of Delaware and the State of Arkansas and elsewhere to effectuate the merger provided for herein.

7. The Board of Directors and all of the officers of Hoffinger-DE and Hoffinger-AR are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan or of the merger provided for herein.

8. This Plan may be executed in counterparts each of which together constitutes one document.

IN WITNESS WHEREOF, this Plan is hereby executed on behalf of Hoffinger-DE and Hoffinger-AR.

HOFFINGER INDUSTRIES, INC.
a Delaware corporation

By: 
President

HOFFINGER INDUSTRIES, INC.
an Arkansas corporation

By: 
Doug Hollowell, President

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**CERTIFICATE
OF
SECRETARY OR ASSISTANT SECRETARY
OF
HOFFINGER INDUSTRIES, INC.**

The undersigned, being the Secretary or Assistant Secretary of Hoffinger Industries, Inc., a Delaware corporation, does hereby certify that approval has been given to the adoption of the foregoing Plan and Agreement of Merger by the shareholders of all of the outstanding stock of said corporation, in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

Dated April 12, 2012

Name: Ben Walker
Title: Controller