

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM823852

|   |                                  |                            |                            |
|---|----------------------------------|----------------------------|----------------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT                   |                            |                            |
| <b>NATURE OF CONVEYANCE:</b>  | MERGER                           |                            |                            |
| <b>EFFECTIVE DATE:</b>  | 06/16/2006                       |                            |                            |
| <b>CONVEYING PARTY DATA</b>   |                                  |                            |                            |
| <b>Name</b>   | <b>Formerly</b>                  | <b>Execution Date</b>      | <b>Entity Type</b>         |
| Carlisle Wide Plank Floors, Inc.  |                                  | 06/16/2006                 | Corporation: NEW HAMPSHIRE |
| <b>RECEIVING PARTY DATA</b>   |                                  |                            |                            |
| <b>Name:</b>  | Carlisle Wide Plank Floors, Inc. |                            |                            |
| <b>Street Address:</b>  | 1676 Route 9                     |                            |                            |
| <b>City:</b>  | Stoddard                         |                            |                            |
| <b>State/Country:</b>   | NEW HAMPSHIRE                    |                            |                            |
| <b>Postal Code:</b>   | 03464                            |                            |                            |
| <b>Entity Type:</b>   | Corporation: DELAWARE            |                            |                            |
| <b>PROPERTY NUMBERS Total: 1</b>  |                                  |                            |                            |
| <b>Property Type</b>  | <b>Number</b>                    | <b>Word Mark</b>           |                            |
| <b>Registration Number:</b>   | 3042503                          | CARLISLE WIDE PLANK FLOORS |                            |
| <b>CORRESPONDENCE DATA</b>  |                                  |                            |                            |
| <b>Fax Number:</b>  | 6173459020                       |                            |                            |
| <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> |                                  |                            |                            |
| <b>Phone:</b>   | 617-345-9000                     |                            |                            |
| <b>Email:</b>   | tmdocket@hinckleyallen.com       |                            |                            |
| <b>Correspondent Name:</b>  | Alexander P. Montgomery          |                            |                            |
| <b>Address Line 1:</b>  | 28 State Street, 30th Floor      |                            |                            |
| <b>Address Line 2:</b>  | Hinckley, Allen & Snyder, LLP    |                            |                            |
| <b>Address Line 4:</b>  | Boston, MASSACHUSETTS 02109      |                            |                            |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 058669-0132338                   |                            |                            |
| <b>NAME OF SUBMITTER:</b>   | Alexander P. Montgomery          |                            |                            |
| <b>SIGNATURE:</b>   | /Alexander P. Montgomery/        |                            |                            |
| <b>DATE SIGNED:</b>   | 07/12/2023                       |                            |                            |
| <b>Total Attachments: 10</b>  |                                  |                            |                            |
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**STATE OF NEW HAMPSHIRE**

**ARTICLES OF MERGER OF DOMESTIC AND FOREIGN CORPORATIONS**

**CARLISLE WIDE PLANK FLOORS, INC.,**  
 a New Hampshire corporation

into

**CARLISLE WIDE PLANK FLOORS, INC.,**  
 a Delaware corporation

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED DOMESTIC AND FOREIGN CORPORATIONS ADOPT THE FOLLOWING ARTICLES OF MERGER FOR THE PURPOSE OF MERGING THEM INTO ONE OF SUCH CORPORATIONS:

**FIRST:** The Agreement and Plan of Merger was approved by each of the undersigned corporations in the manner prescribed by the New Hampshire Business Corporation Act. A copy of the Agreement and Plan of Merger is attached hereto.

Name of Domestic Corporation: Carlisle Wide Plank Floors, Inc.

- (Check one)      A.  Shareholder approval was not required.  
                          B.  Shareholder approval was required.

| <u>Corporation</u>                                | <u>Class</u> | <u>Number of outstanding shares</u> | <u>Total number of votes entitled to be cast</u> | <u>Total number of votes FOR</u> | <u>Total number of votes AGAINST</u> |
|---|--------------|-------------------------------------|--|----------------------------------|--------------------------------------|
| Carlisle Wide Plank Floors, Inc. (NH corporation) | Common       | 300                                 | 300  | 300                              | 0                                    |
| Carlisle Wide Plank Floors, Inc. (DE corporation) | Common       | 300                                 | 300  | 300                              | 0                                    |

**SECOND:** The number of votes cast for the Agreement and Plan of Merger by each voting group was sufficient for approval by each voting group.

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State of New Hampshire  
 Corp - Articles of Merger (Domestic and 10 Page(s))



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Name of Foreign Corporation: Carlisle Wide Plank Floors, Inc.

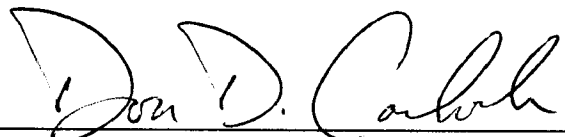
State of Incorporation: Delaware

**THIRD:** The laws of the state under which the foreign corporation was organized permits such a merger and the foreign corporation has complied with the laws of that state in effecting the merger.


**FOURTH:** The aggregate number of shares which the surviving corporation has authority to issue as a result of the merger is: N/A

Dated: June 16, 2006

CARLISLE WIDE PLANK FLOORS, INC.,  
a New Hampshire corporation

By:   
Name: Don D. Carlisle  
Title: President & Chief Executive Officer

CARLISLE WIDE PLANK FLOORS, INC.,  
a Delaware corporation

By:   
Name: Don D. Carlisle  
Title: President & Chief Executive Officer

## AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, dated as of this 16th day of June, 2006, is made by and between Carlisle Wide Plank Floors, Inc., a New Hampshire corporation having its principal place of business at 1676 Route 9, Stoddard, NH 03464 (the "Company"), and Carlisle Wide Plank Floors, Inc., a Delaware corporation having its principal place of business at 1676 Route 9, Stoddard, NH 03464 (the "Surviving Company").

In consideration of the undertakings herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. MERGER. The Company shall be merged into the Surviving Company pursuant to Section 293-A:11.07 of the New Hampshire Business Corporation Act and Section 252 of the General Corporation Law of the State of Delaware. The Surviving Company shall survive the merger herein contemplated and shall continue to be governed by the laws of the State of Delaware. The separate corporate existence of the Company shall cease upon the Effective Time (as defined below). The merger of the Company into the Surviving Company shall be referred to herein as the "Merger".

2. STOCKHOLDER APPROVAL. As soon as practicable after the execution of this Agreement and Plan of Merger, the Company and the Surviving Company shall, if necessary under the General Corporation Law of the State of Delaware or the New Hampshire Business Corporation Act, submit this Agreement and Plan of Merger to their respective stockholders for approval.

3. EFFECTIVE TIME. The Merger shall be effective upon the filing of both Articles of Merger with the Secretary of State of New Hampshire and a Certificate of Merger with the Secretary of State of the State of Delaware, which filings shall be made as soon as practicable after all required stockholder approvals have been obtained. The time of such effectiveness shall herein be referred to as the "Effective Time".

4. STOCK OF THE COMPANY. At the Effective Time, by virtue of the Merger and without any action on the part of the holders thereof, each share of Common Stock, no par value, of the Company issued and outstanding immediately prior thereto (other than Dissenting Shares, as such term is defined in Section 6) shall cease to exist and shall be changed and converted into one fully paid and non-assessable share of Common Stock, \$.0001 par value per share, of the Surviving Company.

5. STOCK OF THE SURVIVING COMPANY. Each share of Common Stock of the Surviving Company issued and outstanding immediately prior to the Effective Time shall cease to exist and shall be cancelled.

6. DISSENTING SHARES. For purposes of this Agreement, "Dissenting Shares" means shares of Common Stock, no par value, of the Company held as of the Effective Time by a shareholder of record of the Company who has not voted such shares in favor of the Merger and with respect to which dissenters' rights have been duly demanded and perfected in accordance with Sections 293-A:13.01 - 293-A:13.31 of the New Hampshire Business Corporation Act. Dissenting Shares shall not be converted into or represent the right to receive shares of the Surviving Corporation. Holders of Dissenting Shares shall have only such rights as are provided under Sections 293-A:13.01 - 293-A:13.31 of the New Hampshire Business Corporation Act.

7. STOCK CERTIFICATES. From and after the Effective Time, all of the outstanding certificates which prior to that time represented shares of Common Stock of the Company (other than Dissenting Shares) shall be deemed for all purposes to evidence ownership of and to represent the shares of the Surviving Company into which the shares of Common Stock of the Company represented by such certificates have been converted as herein provided.

8. SUCCESSION. At the Effective Time, the Surviving Company shall succeed to all of the rights, privileges, debts, liabilities, powers and property of the Company in the manner of and as more fully set forth in Section 293-A:11.06 of the New Hampshire Business Corporation Act and Section 259 of the General Corporation Law of the State of Delaware. Without limiting the foregoing, at the Effective Time, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations, and other assets of every kind and description of the Company shall be transferred to, vested in and devolved upon the Surviving Company without further act or deed and all property, rights, and every other interest of the Company and the Surviving Company shall be as effectively the property of the Surviving Company as they were of the Company and the Surviving Company, respectively. All rights of creditors of the Company and all liens upon any property of the Company shall be preserved unimpaired, and all debts, liabilities and duties of the Company shall attach to the Surviving Company and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it.

9. CERTIFICATE OF INCORPORATION AND BY-LAWS. The Certificate of Incorporation of the Surviving Company in effect at the Effective Time, attached hereto as **Exhibit A**, shall continue to be the Certificate of Incorporation of the Surviving Company until further amended in accordance with the provisions thereof and applicable law. The By-Laws of the Surviving Company in effect at the Effective Time, attached hereto as **Exhibit B**, shall continue to be the By-Laws of the Surviving Company until amended in accordance with the provisions thereof and applicable law.

10. DIRECTORS AND OFFICERS. The members of the Board of Directors of the Surviving Company at the Effective Time shall continue in office until the expiration of their respective terms of office and until their successors have been elected and qualified. The officers of the Surviving Company shall be those of the Company at the Effective Time, such officers to continue in office until the expiration of their respective terms of office and until their successors have been elected and qualified.

11. FURTHER ASSURANCES. From time to time, as and when required by the Surviving Company or by its successors and assigns, there shall be executed and delivered on behalf of the Company such deeds and other instruments, and there shall be taken or caused to be taken on behalf of it such further and other action, as shall be appropriate or necessary in order to vest or perfect in or to confirm of record or otherwise in the Surviving Company the title to and possession of all the property, interests, assets, rights, privileges, immunities, powers, franchises and authority of the Company, and otherwise to carry out the purposes of this Agreement and Plan of Merger, and the officers and directors of the Company are fully authorized in the name and on behalf of the Company or otherwise to take any and all such action and to execute and deliver any and all such deeds and other instruments.


12. AMENDMENT AND TERMINATION. This Agreement and Plan of Merger may be amended by the Boards of Directors of the Company and the Surviving Company at any time prior to the Effective Time, provided that an amendment made subsequent to the approval of this Agreement by the stockholders of the Company or the Surviving Company shall not (a) alter or change the amount or kind of shares, securities, cash, property and/or rights to be received in exchange for or on conversion of all or any of the shares of any class or series thereof of such corporation, (b) alter or change any term of the Certificate of Incorporation of the Surviving Company to be affected by the Merger or (c) alter or change any of the terms and conditions of this Agreement and Plan of Merger if such alteration or change would adversely affect the holders of any class or series of the stock of such corporation. This Agreement and Plan of Merger may be terminated at any time prior to the Effective Time by the vote of the Boards of Directors of both the Company and the Surviving Company, notwithstanding stockholder approval of this Agreement and Plan of Merger.

13. COUNTERPARTS. This Agreement and Plan of Merger may be executed in any number of counterparts, each of which shall be deemed to be an original.


14. GOVERNING LAW. This Agreement and Plan of Merger shall be governed by and construed in accordance with the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement and Plan of Merger to be executed and attested on its behalf by its officers thereunto duly authorized, as of the date first above written.

CARLISLE WIDE PLANK FLOORS, INC.,  
a New Hampshire corporation

By:   
Don D. Carlisle  
President and Chief Executive Officer


CARLISLE WIDE PLANK FLOORS, INC.,  
a Delaware corporation

By:   
Don D. Carlisle  
President and Chief Executive Officer



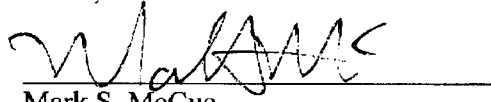
I, Mark S. McCue, Secretary of Carlisle Wide Plank Floors, Inc., a corporation organized and existing under the laws of the State of New Hampshire, hereby certify that the Agreement and Plan of Merger to which this certificate is attached was approved by the stockholders representing at least a majority of the outstanding stock of said corporation entitled to vote thereon.

WITNESS my hand on this \_\_\_\_ day of June, 2006.

  
\_\_\_\_\_  
Mark S. McCue  
Secretary

I, Mark S. McCue, Secretary of Carlisle Wide Plank Floors, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify that the Agreement and Plan of Merger to which this certificate is attached was approved by the stockholders representing at least a majority of the outstanding stock of said corporation entitled to vote thereon.

WITNESS my hand on this \_\_\_\_ day of June, 2006.

  
\_\_\_\_\_  
Mark S. McCue  
Secretary

Name of Foreign Corporation: Carlisle Wide Plank Floors, Inc.

State of Incorporation: Delaware

**THIRD:** The laws of the state under which the foreign corporation was organized permits such a merger and the foreign corporation has complied with the laws of that state in effecting the merger.

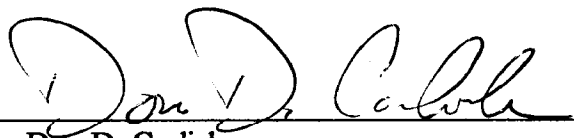
**FOURTH:** The aggregate number of shares which the surviving corporation has authority to issue as a result of the merger is: N/A

Dated: June 16, 2006

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a New Hampshire corporation

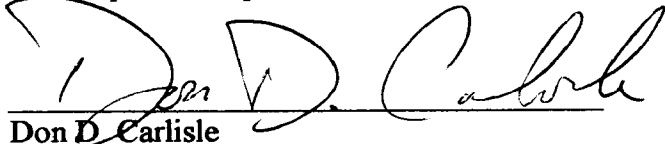
By:   
Name: Don D. Carlisle  
Title: President & Chief Executive Officer

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a Delaware corporation

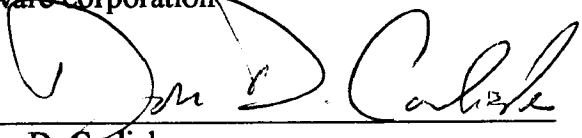
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a New Hampshire corporation

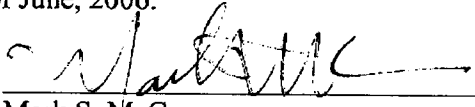
By:   
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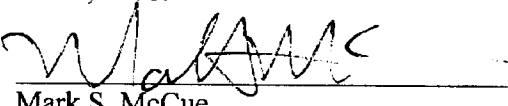
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WITNESS my hand on this \_\_\_ day of June, 2006.

  
\_\_\_\_\_  
Mark S. McCue  
Secretary

I, Mark S. McCue, Secretary of Carlisle Wide Plank Floors, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify that the Agreement and Plan of Merger to which this certificate is attached was approved by the stockholders representing at least a majority of the outstanding stock of said corporation entitled to vote thereon.

WITNESS my hand on this \_\_\_ day of June, 2006.

  
\_\_\_\_\_  
Mark S. McCue  
Secretary