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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Advanced Equipment Systems, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Florida
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Alpine Engineered Products, Inc.

Name: Alpine Engineered Products, Inc.
Internal
Address:
Street Address: 1200 Park Central Blvd South
City: Pompano Beach FL 33064
State: FL Zip: 33064

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Florida
 Other

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other 12/14/95

Execution Date:

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,200,010

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Alpine Engineered Products
Internal Address: Legal Dept.
Street Address: 1200 Park Central Blvd South
City: Pompano Beach State: FL Zip: 33064

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Thomas J. Watson
Name of Person Signing

Thomas J. Watson
Signature

12/14/03
Date

Total number of pages including cover sheet, attachments, and document:

01/13/2004 DBYRNE 00000039 1200010 01 FC:8521 40.00 OP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231



ALPINE

December 17, 2003

Commissioner for Trademarks
United States Patent and Trademark Office
2900 Crystal Drive
Arlington, VA 22202-3513
Attn: Barbara A. Harper, Affidavit/Renewal Examiner

Re: Registration No. 1,200,010 for the mark TIMBER MILL

Dear Ms. Harper:

This letter is in response to your Post Registration Office Action dated November 5, 2003, and to our conversation that followed. Attached is a signed Recordation Form Cover Sheet. Please record the merger as indicated on the form (see the merger documents previously sent with our letter dated November 13, 2002).

If you require any further information regarding this matter, please contact me at 954-781-3333, ext. 4536.

Sincerely,



Rhenda Leonaggeo
Legal Administrator

c: Thomas J. Watson



12-29-2003

U.S. Patent & TMO/TM Mail Rpt.Dt. #96

ALPINE ENGINEERED PRODUCTS, INC.

P.O. Box 2225 • Pompano Beach, Florida, 33061 • (954) 781-3333

Fax: Executive (954) 973-2644 • Accounting (954) 973-2190 • Advertising (954) 784-7694 • Computer (954) 784-8392

Credit (954) 977-3178 • Human Resources (954) 977-3149 • www.alpeng.com

TRADEMARK
REEL: 002921 FRAME: 0456



ALPINE

November 13, 2002

Commissioner for Trademarks
United States Patent and Trademark Office
2900 Crystal Drive
Arlington, VA 22202-3513
Attn: Barbara A. Harper, Affidavit/Renewal Examiner

Re: Registration No. 1,200,010 for the mark **TIMBER MILL**

Dear Ms. Harper:

This letter is in response to your letter to me dated October 4, 2002, concerning the ownership of the referenced mark. Advanced Equipment Systems, Inc. was merged into its parent company, Alpine Engineered Products, Inc., on December 31, 1995. Enclosed for your reference are copies of the Articles of Merger, Plan of Merger, and corporate resolutions. Article IV of the Plan of Merger shows that Alpine Engineered Products, Inc., as the surviving corporation, became the vested owner of all property, rights, etc. of Advanced Equipment Systems, Inc.

I trust that this will be acceptable proof of ownership of the mark and respectfully request your approval of the Section 8 Affidavit. Please contact me should you have any further questions concerning this matter.

Sincerely,



Thomas J. Watson
Executive Vice President/CFO

TJW:rl

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Credit (954) 977-3178 • Human Resources (954) 977-3149 • **TRADEMARK**

REEL: 002921 FRAME: 0457

PLAN OF MERGER

This Plan of Merger (this "Plan") is entered into as of December 12, 1995, by and between Advanced Equipment Systems, Inc. a, a Florida corporation ("Advanced"), and Alpine Engineered Products, Inc. ("Alpine"), a Florida corporation.

RECITALS

The boards of directors and shareholders of Advanced and Alpine have determined that it is advisable and in the best interests of each such corporation and its respective shareholders that Advanced be merged (the "Merger") with and into Alpine on the terms and subject to the conditions set forth herein, such that Alpine will be the surviving corporation.

ARTICLE I
THE MERGER

At the Effective Time (as defined in Article V hereof), Advanced shall be merged with and into Alpine in accordance with the Florida Business Corporation Act (the "FBCA"), and the separate existence of Advanced shall cease and Alpine shall thereafter continue as the surviving corporation, (the "Surviving Corporation") under the laws of the State of Florida.

ARTICLE II
THE SURVIVING CORPORATION

A. At the Effective Time, the Articles of Incorporation of Alpine, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Corporation, until thereafter altered, amended, or repealed in accordance with the FBCA.

B. At the Effective Time, the Bylaws of Alpine, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Corporation, until thereafter altered, amended, or repealed in accordance with the FBCA and the Articles of Incorporation and Bylaws of the Surviving Corporation.

C. At the Effective Time, the officers and directors of Alpine shall be the officers and directors of the Surviving Corporation until their successors are elected and have qualified.

ARTICLE III
STOCK OF THE CORPORATIONS

At the Effective Time, each share of Advanced Common Stock shall be canceled and extinguished without any conversion thereof. As the Common Stock of Advanced is held 78% by Alpine and 11% each by Charles W. Harnden and William R. McAlpine, who each own 50% of the Common Stock of Alpine, conversion of Advanced Common Stock into Alpine Common Stock and issuance of additional shares of Alpine Common Stock are not necessary.

ARTICLE IV
EFFECT OF MERGER

At the Effective Time, all property, rights, privileges, powers, and franchises of Alpine and Advanced shall vest in the Surviving Corporation, and all liabilities and obligations of Alpine and Advanced shall become liabilities and obligations of the Surviving Corporation.

ARTICLE V
EFFECTIVE TIME

As used in this Agreement, the term "Effective Time" shall mean the later of (a) December 31, 1995; at midnight, or (b) the date and time of the filing of the Articles of Merger with the Department of State of the State of Florida with respect to the Merger.

IN WITNESS WHEREOF, each of the parties has caused this Plan to be executed on its behalf as of the date first written above.

ADVANCED EQUIPMENT SYSTEMS, INC.

By: Name: Ron R. DonniniTitle: President

ALPINE ENGINEERED PRODUCTS, INC.

By: Name: Charles W. HarndenTitle: President

ARTICLES OF MERGER
OF
ADVANCED EQUIPMENT SYSTEMS, INC.
AND
ALPINE ENGINEERED PRODUCTS, INC.

Pursuant to the provisions of Chapter 607 Florida Statutes, the corporations hereinafter named do hereby adopt the following Articles of Merger.

1. The names of the merging corporations are Advanced Equipment Systems, Inc., a corporation organized under the laws of the State of Florida ("Advanced"), and the existence of which will cease upon the effective date of merger herein provided for, and Alpine Engineered Products, Inc. ("Alpine"), which is a business corporation organized under the laws of the State of Florida, and which shall be the surviving corporation upon the effective date of the merger herein provided for.
2. Attached hereto as Exhibit "A" and incorporated herein by reference as fully as if set forth herein verbatim is a copy of the Plan of Merger to effect the merger of Advanced into Alpine. The Plan of Merger was adopted by the Board of Directors of Advanced on December 14, 1995, and by the Board of Directors of Alpine on December 14, 1995.
3. The Plan of Merger for merging Advanced with and into Alpine was approved and adopted by the unanimous vote of the shareholders of Advanced entitled to vote on December 14, 1995. The Plan of Merger was adopted by Alpine without a vote of its shareholders as permitted under Chapter 607.1103(7), Florida Statutes, which section is applicable to the transaction.
4. There shall be no amendment or change of the Articles of Incorporation of Alpine.
5. Alpine shall continue its existence as the surviving corporation under the same name and Advanced shall cease to exist as a separate corporation upon the effective date of the merger as provided for herein.
6. The merger herein provided for shall become effective on December 31, 1995, at midnight.
7. There shall be no exchange of shares. All outstanding shares of Advanced shall be canceled upon the effective date of the Plan of Merger and all outstanding shares of Alpine shall remain outstanding as a share of stock in Alpine.

Executed on December 20, 1995

ALPINE ENGINEERED PRODUCTS, INC.

By: Charles W. Harnden
Charles W. Harnden, President

By: William R. McAlpine
William R. McAlpine, Secretary

TRADEMARK

REEL: 002921 FRAME: 0460

Executed on December 21, 1995

ADVANCED EQUIPMENT SYSTEMS, INC.

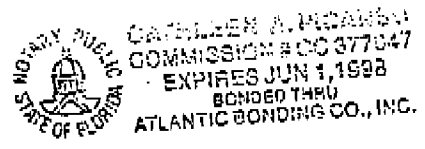
By: [Signature]
Ron R. Donnini, President

By: [Signature]
Jayold W. Regier, Secretary

STATE OF FLORIDA)
COUNTY OF BROWARD)

On this 20th day of December, before me, a Notary Public in and for the State and County aforesaid, personally appeared Charles W. Harnden, who acknowledged to me that he is the President of Alpine Engineered Products, Inc. and that he executed as said officer the foregoing Articles of Merger of said corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.



Cathleen A. Picanso
Notary Public

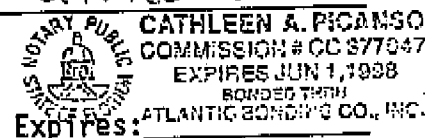
My Commission Expires: _____

STATE OF FLORIDA)
COUNTY OF BROWARD)

On this 21st day of December, before me, a Notary Public in and for the State and County aforesaid, personally appeared Ron R. Donnini, who acknowledged to me that he is the President of Advanced Equipment Systems, Inc. and that he executed as said officer the foregoing Articles of Merger of said corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.

Cathleen A. Picanso
Notary Public
My Commission Expires: _____



ACTION OF THE STOCKHOLDERS
OF ADVANCED EQUIPMENT SYSTEMS, INC.
WITHOUT A MEETING

Pursuant to Chapter 607, Florida Statutes, the undersigned, being all of the Stockholders of Advanced Equipment Systems, Inc., a Florida corporation (the "Corporation"), the following actions are hereby adopted by the Stockholders and consented to by the undersigned:

RESOLVED, that the Stockholders hereby agree that it is in their best interests to merge the Corporation into its parent corporation, Alpine Engineered Products, Inc. ("Alpine"); and

RESOLVED, that the Stockholders hereby consent to the recommendation of the Board of Directors of the Corporation and adopt that certain Plan of Merger between the Corporation and Alpine, a copy of which is attached hereto, whereby the Corporation will merge into Alpine and Alpine will be the surviving corporate entity.

AGREED to this 20th day of December, 1995.

CHARLES W. HARNDEN

Charles W. Harnden

WILLIAM R. MC ALPINE

William R. McAlpine

ALPINE ENGINEERED PRODUCTS, INC.

By: Charles W. Harnden

Its: President


**ACTION OF THE BOARD OF DIRECTORS
OF ADVANCED EQUIPMENT SYSTEMS, INC.**

The undersigned, being all of the directors of Advanced Equipment Systems, Inc., a Florida corporation (the "Business"), pursuant to Chapter 607, Florida statutes, hereby consent to the adoption of the following resolution in lieu of a meeting of the Board of Directors of the Corporation:

RESOLVED, that the Corporation adopt that certain Plan of Merger between the Corporation and Alpine Engineered Products, Inc. ("Alpine"), a copy of which is attached hereto, whereby the Corporation will merge into Alpine and Alpine will be the surviving corporate entity; and

RESOLVED, that Ron R. Donnini and Jarold W. Regier, the President and Secretary of the Corporation, respectively, be and are hereby authorized and directed to execute all instruments and to do all other acts necessary and proper to carry into effect the Plan of Merger.


AGREED to this 20th day of December, 1995.



Charles W. Harnden, Director



Donald R. McElvogue, Director



Ron R. Donnini, Director



ALPINE

July 30, 2004

Via facsimile: 703-306-5995

12 Pages

Commissioner for Trademarks
United States Patent and Trademark Office
2900 Crystal Drive
Arlington, VA 22202-3513
Attn: ASSIGNMENT DIVISION

Re: Document I.D. No.: 102645432
Registration No. 1,200,010 for the mark: TIMBER MILL

This cover letter is in response to your Notice of Non-Recordation of Document dated July 20, 2004 (copy attached) for the mark referenced above.

Please see the attached Recordation Form Cover Sheet and the attached merger documents that were previously sent to the Post Registration Division office with our letter dated November 13, 2002 (copy also attached). Please note that Article IV of the attached Plan of Merger shows that Alpine Engineered Products, Inc., as the surviving corporation of the merger (see Recitals), became the vested owner of all property, rights, etc. of Advanced Equipment Systems, Inc.

Based on this information, we ask that you record Alpine Engineered Products, Inc. as assignee, and owner of the referenced mark.

If you have any question regarding this matter, please contact me at 954-781-3333, ext. 4536.

Sincerely,



Rhenda Leonaggeo
Legal Administrator

c: Thomas J. Watson, CFO

ALPINE ENGINEERED PRODUCTS, INC.

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RECORDED: 12/29/2003

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REEL: 002921 FRAME: 0464