

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/31/1991

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Mitco Mfg., Inc.		03/18/1991	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	Sid Harvey Industries, Inc.
Street Address:	605 Locust Street
City:	Garden City
State/Country:	NEW YORK
Postal Code:	11530
Entity Type:	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1283263	MICRO-FLOW

**CORRESPONDENCE DATA**

Fax Number: (516)228-4975  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 5162288484  
 Email: wgreenseich@dilworthbarrese.com  
 Correspondent Name: Wendy A. Greenseich  
 Address Line 1: 333 Earle Ovington Boulevard  
 Address Line 2: Dilworth & Barrese, LLP  
 Address Line 4: Uniondale, NEW YORK 11553

NAME OF SUBMITTER:	Wendy A. Greenseich
Signature:	/wag/
Date:	04/15/2005

CH \$40.00 1283263

**Total Attachments: 5**

source=Certificate of Merger#page1.tif

source=Certificate of Merger#page2.tif

source=Certificate of Merger#page3.tif

source=Certificate of Merger#page4.tif

source=Certificate of Merger#page5.tif

CERTIFICATE OF MERGER OF MITCO MFG., INC.  
SID HARVEY INC., SID HARVEY METRO N.Y. INC.  
AND  
SID HARVEY INDUSTRIES, INC.  
INTO  
SID HARVEY INDUSTRIES, INC.

Under Section 905 of the Business Corporation Law

We, the undersigned, Ronald Stahl and Carol K. Pepitone, being respectively the President and the Secretary of Sid Harvey Industries Inc., the surviving corporation of the merger of Mitco Mfg., Inc., Sid Harvey, Inc., Sid Harvey Metro N.Y. Inc. and Sid Harvey Industries, Inc., each a domestic corporation, into Sid Harvey Industries, Inc. hereby certify:

1. The Plan and Agreement of Merger has been approved and adopted by the Board of Directors of each constituent corporation.

2. The name of the surviving corporation is Sid Harvey Industries, Inc. The Certificate of Incorporation of Sid Harvey Industries, Inc. was filed by the Department of State of the State of New York on the 10th day of February, 1971 under the name National Sid Harvey Corporation. The Certificate of Incorporation of Sid Harvey Industries, Inc., was amended on June 1, 1972 to change the name of the corporation to Sid Harvey Industries, Inc.

3. The name of each subsidiary corporation to be merged is Mitco Mfg., Inc., Sid Harvey, Inc., and Sid Harvey Metro N.Y., Inc. The Certificate of Incorporation of Mitco Mfg. Inc. was filed by the Department of State of the State of New York on the 19th day of January 1960, under the name Pardo Manufacturing Co. Inc., which name was changed to Sid Harvey Manufacturing Co. Inc., by the

filing of a certificate of amendment to the certificate of incorporation on the 17th day of May, 1966 and which name was thereafter changed to Mitco Mfg., Inc. by the filing of a certificate of amendment to the certificate of incorporation on the 15th day of September 1981. The Certificate of Incorporation of Sid Harvey, Inc. was filed by the Department of State of the State of New York on the 14th day of September, 1931, which corporation was incorporated under the name Home Oil Burner Corp. which name was thereafter changed to Sid Harvey, Inc. The Certificate of Incorporation of Sid Harvey Metro N.Y., Inc. was filed by the Department of State of the State of New York on the 3rd day of June, 1952, under the name Sid Harvey Brooklyn Corporation which name was thereafter changed to Sid Harvey Metro N.Y., Inc.

4. The designation and number of outstanding shares of each class of stock of each subsidiary corporation to be merged and the number of each class of stock owned by Sid Harvey Industries, Inc., the surviving corporation, is as follows:

<u>Name of Subsidiary</u>	<u>Number of Outstanding Shares</u>	<u>Number of Shares Owned by Surviving Corporation</u>
Mitco Mfg., Inc.	200 shares common stock of \$100 par value per share	200 shares common
Sid Harvey, Inc.	92 shares common stock, no par value 422 shares of participating preferred stock of \$1.00 par value per share	92 common no par value 422 participating preferred

<u>Name of Subsidiary</u>	<u>Number of Outstanding Shares</u>	<u>Number of Shares Owned by Surviving Corporation</u>
Sid Harvey Metro N.Y. Inc.	19 shares of common voting stock of 0.10 par value per share and 24 shares of common non-voting stock of 0.10 par value per share	19 shares of common 24 shares of common non-voting

None of the shares of stock of any of constituent corporations is subject to change prior to the effective date of the merger.

5. No amendments or changes will be made to the Certificate of Incorporation of the surviving corporation, Sid Harvey Industries, Inc.

6. The merger was authorized by the unanimous written consent of the directors of Sid Harvey Industries, Inc., the surviving Corporation.

7. On the date the merger was authorized by the Board of Directors of each constituent corporation, Sid Harvey Industries, Inc. owned all of the issued and outstanding shares of each class of stock of Mitco Mfg., Inc., Sid Harvey, Inc., and Sid Harvey Metro N.Y., Inc.

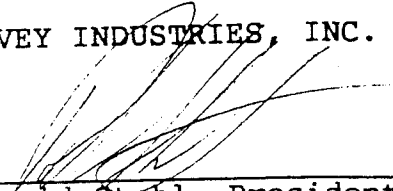
8. The effective date of the merger shall be the later of March 31, 1991 or the close of business on the day the Certificates of Merger have been filed by the New York State Department of

State.

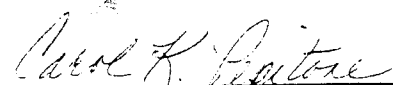
IN WITNESS WHEREOF, the undersigned have executed and signed  
this certificate this 15<sup>th</sup> day of March, 1991.

SID HARVEY INDUSTRIES, INC.

By:

  
\_\_\_\_\_  
Ronald Stahl, President

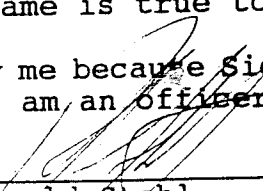
By:

  
\_\_\_\_\_  
Carol K. Pepitone, Secretary

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

Ronald Stahl being duly sworn, deposes and says:

1. I am the President of Sid Harvey Industries, Inc. a corporation created under and by virtue of the laws of the State of New York.
2. I have read the foregoing Certificate of Merger and know the contents thereof; and the same is true to my own knowledge.
3. This verification is made by me because Sid Harvey Industries, Inc. is a corporation and I am an officer thereof.

  
\_\_\_\_\_  
Ronald Stahl

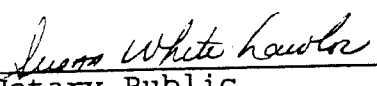
STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NASSAU )

On the 15<sup>th</sup> day of March, 1991, before me personally came Ronald Stahl to me known who, being by me duly sworn, did depose and say that he resides at 781 Adams Street, Baldwin, New York 11510 and that he is the President of Sid Harvey Industries, Inc., the corporation described in and which executed the foregoing Certificate of Merger and then he executed the same in the name of the Corporation by order of the board of directors of Sid Harvey Industries, Inc.

  
\_\_\_\_\_  
Notary Public SUSAN WHITE LAWLOR  
Notary Public, State of New York  
No. 4947892  
Qualified in Suffolk County  
Commission Expires February 27, 1992

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

On the 15<sup>th</sup> day of March, 1991, before me personally came Carol K. Pepitone to me known who, being by me duly sworn, did depose and say that she resides at 200 Morris Avenue, Melverne, New York 11565 and that she is the Secretary of Sid Harvey Industries, Inc. the corporation described in and which executed the foregoing Certificate of Merger and then she executed the same in the name of the Corporation by order of the board of directors of Sid Harvey Industries, Inc.

  
\_\_\_\_\_  
Notary Public

SUSAN WHITE LAWLOR  
Notary Public, State of New York  
No. 4947892  
Qualified in Suffolk County  
Commission Expires February 27, 1992