

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AW Direct, Inc.		01/14/2005	CORPORATION: CONNECTICUT
RECEIVING PARTY DATA			
Name:	AW Direct, Inc.		
Street Address:	401 South Wright Road		
City:	Janesville		
State/Country:	WISCONSIN		
Postal Code:	53546		
Entity Type:	CORPORATION: WISCONSIN		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	1651819	AW DIRECT	
Registration Number:	2487530	TOW TALK	
Registration Number:	2492538	TOW TALK	
Serial Number:	76623543	AW ALERT	
Serial Number:	76623552	AW GEAR	
Serial Number:	76623542	AW GEAR	
CORRESPONDENCE DATA			
Fax Number:	(847)535-9243		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(847) 535-1047		
Email:	nolan.a@grainger.com		
Correspondent Name:	Aimee Merriman Nolan		
Address Line 1:	100 Grainger Parkway		
Address Line 4:	Lake Forest, ILLINOIS 60045		
NAME OF SUBMITTER:	Aimee Merriman Nolan		

CH \$165.00 1651819

Signature:	/Aimee M. Nolan/
Date:	05/13/2005
Total Attachments: 8 source=AW Direct Art of Inc#page1.tif source=AW Direct Art of Inc#page2.tif source=AW Direct Art of Inc#page3.tif source=AW Direct Art of Inc#page4.tif source=AW Direct Art of Inc#page5.tif source=AW Direct Art of Inc#page6.tif source=AW Direct Art of Inc#page7.tif source=AW Direct Art of Inc#page8.tif	

DFI/CORP/38
RECORD 2/00

United States of America

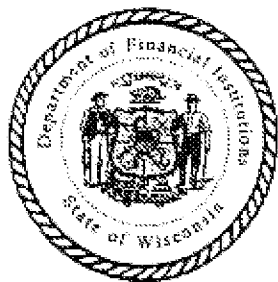
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared by me with the record on file in the Corporation Section of the Division of Corporate & Consumer Services of this department and that the same is a true copy thereof and the whole of such record; and that I am the legal custodian of said record, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Deputy Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

DATE: MAY 11 2005

BY:

A handwritten signature in black ink, appearing to read "Cathy Mickelson".

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

TRADEMARK
REEL: 003082 FRAME: 0880

ak
cm

Sec. 180.0202
Wis. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



ARTICLES OF INCORPORATION - STOCK FOR-PROFIT CORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin for-profit corporation under Ch. 180 of the Wisconsin Statutes:

Article 1. Name of the corporation: LSS Newco, Inc.

Article 2. The corporation is organized under Ch. 180 of the Wisconsin Statutes.

Article 3. The corporation shall be authorized to issue 100 shares.

Article 4. Name of the initial registered agent: CT Corporation System

Article 5. Street address of the initial registered office: *(The complete address, including street and number, if assigned, and ZIP code. P O Box address may be included as part of the address, but is insufficient alone.)*

8025 Excelsior Drive, Suite 200,

Madison, Wisconsin 53717

Article 6. Other provisions (OPTIONAL):

SEE ATTACHED EXHIBIT A

DEC 15 2004 12:36 PM

265722 DCORP100 \$100.00

DEC 15 2004 12:36 PM

265722 EXPEDITE25 \$25.00

FILED FEE - \$100.00

DFV/CORP/2(R06/15/04) Use of this form is voluntary.

1 of 3

L 038937

EXHIBIT A
TO
ARTICLES OF INCORPORATION
OF
LSS NEWCO, INC.

Article 6. Other provisions (OPTIONAL):

The number of directors constituting the initial board of directors of the corporation shall be three. The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
J. L. Howard	100 Grainger Parkway Lake Forest, Illinois 60045-5201
R. L. Keyser	100 Grainger Parkway Lake Forest, Illinois 60045-5201
P.O. Loux	100 Grainger Parkway Lake Forest, Illinois 60045-5201

Article 7. Name and complete address of each incorporator:

1. Brian M. Schafer
35 West Wacker Drive
Chicago, IL 60601

2.



Incorporator's signature

Incorporator's signature

This document was drafted by Brian M. Schafer
(Name the individual who drafted the document)

► OPTIONAL – Second choice corporate name if first choice is not available:

INSTRUCTIONS (Ref. sec. 180.0202 Wis. Stats. for document content)

Submit one original and one exact copy to Department of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with the appropriate **FILING FEE** of \$100. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). Sign the document manually or otherwise as allowed under sec. 180.0120(3)(c), Wis. Stats.

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8318 for TTY. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

Article 1. The name must contain "corporation", "incorporated", "company", or "limited" or the abbreviation "corp.", "inc.", "co." or "ltd." or comparable words or abbreviations in another language. If you wish to provide a second choice name that you would accept if your first choice is not available, enter it in the "Optional" area on page 2.

Article 2. This statement is required by sec. 180.0202(1)(a).

Article 3. Some quantity of shares must be authorized.

DFI/CORP/21(R06/15/04)

2 of 3

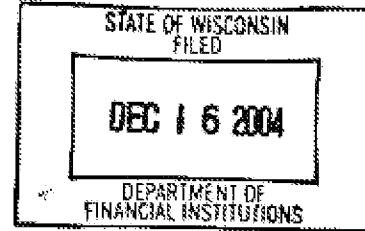
ARTICLES OF INCORPORATION
Stock, For-Profit Corporation

Chapter 180

\$100.00 + 25.00 Exp

F

100 Grainger Parkway
Lake Forest, IL 60045-5201



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▲ Your return address and phone number during the day: (847) 535 - 1000

INSTRUCTIONS (Continued)

Articles 4 & 5. The corporation must have a registered agent located at a registered office in Wisconsin. The address of the registered office is to describe the physical location where the registered agent maintains their business office. Provide the street number and name, city and ZIP code in Wisconsin. P O Box addresses may be included as part of the address, but are insufficient alone. The corporation may not name itself as its own registered agent.

Article 6. This space is provide for insertion of any desired material, such as grant or limit of preemptive rights, or other information not inconsistent with law.

Article 7. Print the name and complete address of each incorporator. At least one incorporator is required to sign the document, although all incorporators may sign.

If the document is executed in Wisconsin, sec. 182.01(3), Wis. Stats., provides that it shall not be filed unless the name of the drafter (either an individual or a governmental agency) is printed in a legible manner. If the document is not executed in Wisconsin, enter that remark.

No certificate of incorporation will be issued. The "FILED" endorsement applied to this document by the Department of Financial Institutions is evidence that the articles of incorporation have been accepted. One or more "Received" endorsements may appear on the document, but do not indicate its acceptance for filing.

This document may declare a delayed effective date. To do so, enter a remark under Article 6: "This document has a delayed effective date of (enter the future date)." The delayed effective date may not be before, or more than 90 days after, the document is received by the Department of Financial Institutions for filing.

FILING FEE - \$100. Make check payable to Department of Financial Institutions.

DFI/CORP/ZI(R06/15/04)

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Lmoad

Sec. 180.1006
Wis. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



ARTICLES OF AMENDMENT – STOCK, FOR-PROFIT CORPORATION

A. The present corporate name (prior to any change effected by this amendment) is:

LSS Newco, Inc.
(Enter Corporate Name)

Text of Amendment (Refer to the existing articles of incorporation and the instructions on the reverse of this form. Determine those items to be changed and set forth the number identifying the paragraph in the articles of incorporation being changed and how the amended paragraph is to read.)

RESOLVED, THAT the articles of incorporation be amended as follows:

RESOLVED, THAT Article 1 of the articles of incorporation be amended to read:

Article 1. Name of corporation: AW Direct, Inc. *OK*

JAN 18 2005 11:41 AM
A
269495 DCORP40 \$40.00

JAN 18 2005 11:41 AM
B
269495 EXPDITE25 \$25.00

05 JAN 18 AM 11:33

FILING FEE - \$40.00 See instructions, suggestions and procedures on following pages.

DFI/CORP/4(R02/05/04) Use of this form is voluntary.

1 of 3

01/14/05 FRI 11:10 FAX 808 767 4817

LSS EXRC

000

B. Amendment(s) adopted on January 14, 2005

(Indicate the method of adoption by checking (X) the appropriate choice below.)

- In accordance with sec. 180.1002, Wis. Stats. (By the Board of Directors)
- OR
- In accordance with sec. 180.1003, Wis. Stats. (By the Board of Directors and Shareholders)
- OR
- In accordance with sec. 180.1005, Wis. Stats. (By Incorporators or Board of Directors, before issuance of shares)

C. Executed on January 14, 2005
(Date)

Larry J. Loizzo
(Signature)

Title: President Secretary
or other officer title _____

Larry J. Loizzo
(Printed name)

This document was drafted by Drafted outside Wisconsin
(Name the individual who drafted the document)

INSTRUCTIONS (Re: sec. 180.1006 Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a **FILING FEE** of \$40.00 payable to the department. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). The original must include an original manual signature, per sec. 180.0120(3)(c), Wis. Stats. **NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TDY.

DFI/CORP/41(R02/05/04)

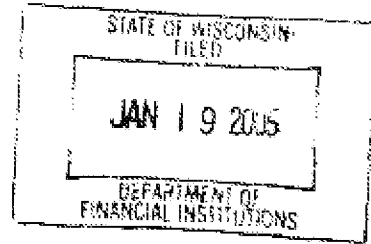
2 of 3

Form - 02/05/04 - CT Form Online

#40.00 + \$25.00 Exp

**ARTICLES OF
AMENDMENT**

App. 180



Name Change -

TAMMY/DAWN
C T CORPORATION SYSTEM
8025 EXCELSIOR DR STE 200
MADISON WI 53717