

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/08/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Triac Ohio, Inc.		06/01/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Latham Plastics, Inc.		
Street Address:	787 Watervliet Shaker Road		
City:	Latham		
State/Country:	NEW YORK		
Postal Code:	12110		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1588929	ONYX	
CORRESPONDENCE DATA			
Fax Number:	(602)445-8643		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	602 445-8382		
Email:	stearnss@gtlaw.com		
Correspondent Name:	Susan Daly Stearns		
Address Line 1:	2375 East Camelback Road		
Address Line 2:	Suite 700		
Address Line 4:	Phoenix, ARIZONA 85016		
NAME OF SUBMITTER:	Susan Daly Stearns		
Signature:	/Susan Daly Stearns/		
Date:	05/17/2005		

TRADEMARK

REEL: 003086 FRAME: 0364

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Total Attachments: 5

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "TRIAK OHIO, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE EIGHTEENTH DAY OF OCTOBER, A.D. 2002, AT 9 O'CLOCK A.M.

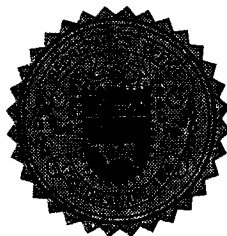
CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF MAY, A.D. 2004, AT 12:11 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

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050324934



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3828600

DATE: 04-21-05

TRADEMARK
REEL: 003086 FRAME: 0366

CERTIFICATE OF INCORPORATION
OF
TRIAC OHIO, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The name of the corporation (hereinafter referred to as the "Corporation") is TRIAC OHIO, INC.

SECOND: The address of the Corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, County of New Castle, Wilmington, Delaware 19808. The name of the registered agent at such address is the Corporation Service Company.

THIRD: The purposes of the Corporation are to engage in any lawful act or activities for which Corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of all classes of stock which the Corporation shall have authority to issue is 200 shares without par value, all of which shall be common stock.

FIFTH: The name and mailing address of the sole incorporator are as follows:

NAME

MAILING ADDRESS

Leslie M. Apple

Whiteman Osterman & Hanna LLP
One Commerce Plaza
Albany, New York 12260

SIXTH: The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation and of its directors and stockholders:

(1) The number of directors of the Corporation shall be as fixed by, or in the manner provided in, the by-laws, as the same may be amended from time to time. Election of directors need not be by written ballot.

(2) The Board of Directors of the Corporation shall have the power to adopt, amend or repeal the by-laws of the Corporation; provided, however, that the fact that such power has been conferred upon the Board of Directors shall not divest the Corporation's

stockholders of the power, nor limit their ability to adopt, amend or repeal the by-laws of the Corporation.

SEVENTH: The Corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and 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 a person.

EIGHTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by paragraph (7) of subsection (b) of Section 102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

NINTH: From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights and powers at any time conferred herein on stockholders, directors and officers are subject to the provisions of this Article NINTH.

IN WITNESS WHEREOF, I have signed this Certificate the 17th day of
October, 2002.



Leslie M. Apple, Incorporator

CERTIFICATE OF MERGER

OF

TRIAC OHIO, INC.
(a Delaware Corporation)

INTO

LATHAM PLASTICS, INC.
(a New York Corporation)

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is Latham Plastics, Inc., a New York corporation, and Triac Ohio, Inc., a Delaware corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Latham Plastics, Inc., a New York corporation.

FOURTH: The Certificate of incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective on June 1, 2004.

SIXTH: The Agreement of Merger is on file at 787 Watervliet Shaker Road, Latham, New York 12110, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

EIGHTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary

of State shall mail any such process to the surviving corporation at 787 Watervliet Shaker Road,
Latham, New York 12110.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be
signed by an authorized officer, the 8th day of April, 2004.

By:

Name:

Title:



Mark P. Laven
President