

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/1995

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Advanced Equipment Systems, Inc.		12/21/1995	CORPORATION: FLORIDA

**RECEIVING PARTY DATA**

Name:	Alpine Engineered Products, Inc.
Street Address:	1200 Park Central Blvd. So.
City:	Pompano Beach
State/Country:	FLORIDA
Postal Code:	33064
Entity Type:	CORPORATION: FLORIDA

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	0810602	METRA-CUT

**CORRESPONDENCE DATA**

Fax Number: (312)616-5700  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-616-5600  
 Email: trademark@leydig.com  
 Correspondent Name: Mark J. Liss  
 Address Line 1: Two Prudential Plaza, 180 North Stetson  
 Address Line 2: Suite 4900  
 Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	254898
NAME OF SUBMITTER:	Mark J. Liss
Signature:	/Mark J. Liss/

CH \$40.00 0810602

Date:

10/17/2006

**Total Attachments: 4**

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EFFECTIVE DATE  
12/31/95

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

FILED  
95 DEC 27 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607 Florida Statutes, the corporations hereinafter named have adopted 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

Executed on December 21, 1995

ADVANCED EQUIPMENT SYSTEMS, INC.

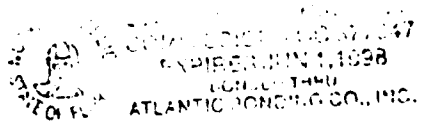
By: [Signature]  
Ron R. Donnini, President

By: [Signature]  
Jarold 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: \_\_\_\_\_



## 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. Donnini

Title: President

**ALPINE ENGINEERED PRODUCTS, INC.**

By: 

Name: Charles W. Harnden

Title: President