

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Fillauer, Inc.		12/12/2003	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Fillauer Companies, Inc.
Street Address:	2710 Amnicola Highway
City:	Chattanooga
State/Country:	TENNESSEE
Postal Code:	37406
Entity Type:	CORPORATION: TENNESSEE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Serial Number:	78048700	MIGHTYMITTE

**CORRESPONDENCE DATA**

Fax Number: (423)508-1232  
 Phone: 423.757.0232  
 Email: pweidlich@cbslawfirm.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Correspondent Name: Paul S. Weidlich  
 Address Line 1: 1000 Tallan Building  
 Address Line 2: Two Union Square  
 Address Line 4: Chattanooga, TENNESSEE 37402

ATTORNEY DOCKET NUMBER:	08177_01-0301
NAME OF SUBMITTER:	Paul S. Weidlich

**900205448**

**TRADEMARK  
 REEL: 004647 FRAME: 0830**

**OP \$40.00 78048700**

Signature:	/Paul S. Weidlich/
Date:	10/25/2011
Total Attachments: 9 source=merger#page1.tif source=merger#page2.tif source=merger#page3.tif source=merger#page4.tif source=merger#page5.tif source=merger#page6.tif source=merger#page7.tif source=merger#page8.tif source=merger#page9.tif	

RECEIVED  
STATE OF TENNESSEE

2003 DEC 29 PM 2:01

RILEY DANIELL  
SECRETARY OF STATE

CERTIFICATE AND ARTICLES OF MERGER OF

FILLAUER, INC.

WITH AND INTO

FILLAUER COMPANIES, INC.

**FILED**

**1. ENTITIES PARTICIPATING IN MERGER**

Fillauer, Inc., a Delaware corporation (the "Merging Corporation"), will merge with and into Fillauer Companies, Inc., a Tennessee corporation (the "Surviving Corporation").

**2. NAME OF SURVIVING CORPORATION**

After the merger, the name of the Surviving Corporation will be  
  
Fillauer Companies, Inc.

**3. TERMS AND CONDITIONS OF MERGER**

Pursuant to the terms and conditions of these Articles of Merger and in accordance with the Plan of Merger which has been approved, adopted, certified, executed and acknowledged by each of the corporations which is a party to this merger in accordance with Section 48-20-194 of the Tennessee Business Corporation Act and Section 264 of the Delaware 258 of the Delaware General Corporation Law, on the effective date of the merger, as set forth herein, the Merging Corporation shall be merged into the Surviving Corporation in the manner and with the effect provided by the statutes of the States of Delaware and Tennessee. The Surviving Corporation shall continue its existence under the laws of the State of Tennessee, and the separate existence of the Merging Corporation shall cease. All property, rights, privileges, powers, licenses and franchises of the Merging Corporation, as the same were held and owned prior to the merger, shall vest in the Surviving Corporation subject, however, to all rights of creditors and all liens upon any property of the Merging Corporation which shall be preserved unimpaired, and all debts, liabilities and obligations and the rights of creditors of the Merging Corporation for which the Surviving Corporation shall be liable, in the same manner and to the same extent as if the Surviving Corporation had itself incurred such debts, liabilities and obligations. The Surviving Corporation shall be substituted in any proceeding pending against the Merging Corporation. Unless otherwise provided by law, no holder of shares in the Merging Corporation shall by virtue of the merger become liable for the liabilities or obligations of the Surviving Corporation.

**4. CANCELLATION OF SHARES AND ISSUANCE OF NEW SHARES**

The shares of the Merging Corporation shall be cancelled and extinguished on the consummation of the merger and each shareholder of the Merging Corporation shall be entitled to

the same number of shares of \$.01 par value common stock in the Surviving Corporation as such shareholder held in the Merging Corporation immediately prior to the merger. All the shares of the Surviving Corporation issued and outstanding immediately prior to the effective date of the merger shall continue to be issued and outstanding shares of the Surviving Corporation.

**5. CHARTER AND BYLAWS**

The Charter and Bylaws of the Surviving Corporation shall continue to be those of the Surviving Corporation from and after consummation of the merger until changed or amended as provided by Tennessee law.

**6. ACTIONS BY DIRECTORS AND OFFICERS OF MERGING CORPORATION**

If, at any time, the Surviving Corporation shall deem or be advised that any further conveyance, assignment, assurance or other act or instrument is necessary or desirable to better confirm in the Surviving Corporation the title of any property of the Merging Corporation, the proper and former directors and officers of the Merging Corporation at the request and expense of the Surviving Corporation, will take all such actions and do all things that may be necessary or appropriate to vest or confirm title to such property in the Surviving Corporation or otherwise effectuate the purposes of the Articles of Merger.

**7. PLAN OF MERGER**

The executed Plan of Merger is on file at the office of the Surviving Corporation at its principal address located at 2710 Annicola Highway, Chattanooga, Tennessee 37406. A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder holding an interest in the corporations subject to this merger.

**8. APPOINTMENT OF SECRETARY OF STATE**

The Surviving Corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding to enforce any obligation or the rights of dissenting shareholders of the Merging Corporation and appoints the Delaware Secretary of State as its agent for service of process. The Surviving Corporation specifies that a copy of any such process shall be mailed to it by the Secretary of State at 2710 Annicola Highway, Chattanooga, Tennessee 37406

**9. APPROVAL OF ARTICLES OF MERGER AND EFFECTIVE DATE**

On November 18, 2003, the Board of Directors and the shareholders of the Merging Corporation duly authorized and approved (a) the Certificate and Articles of Merger in accordance with its bylaws and state law, and (b) the creation of the Surviving Corporation in the State of Tennessee as of the close of business at 7:00 p.m. Eastern Standard Time on December 31, 2003.

IN WITNESS WHEREOF, the parties have caused their authorized representatives to execute the Articles of Merger on this 12 day of December, 2003.

FILLAUER, INC.

(A Delaware Corporation)

By B. Kenneth Driver  
(B. Kenneth Driver) President

MERGING CORPORATION

FILLAUER COMPANIES, INC.

(A Tennessee Corporation)

By B. Kenneth Driver  
(B. Kenneth Driver) President

SURVIVING CORPORATION

STATE OF TENNESSEE )  
 )  
COUNTY OF HAMILTON )

Before me, a Notary Public of the state and county aforesaid, personally appeared B Kenneth Driver, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President of Fillauer, Inc. and President of Fillauer Companies, Inc., the within named corporations, and that he as President of both corporations executed the foregoing instrument for the purposes therein contained, by signing the names of the corporations by himself as President.

WITNESS my hand and seal, at office in Chattanooga, Hamilton County, Tennessee, this 12th day of December, 2003.

Linda Moore  
Notary Public

My Commission Expires: My Commission Expires August 17, 2007

# Delaware

PAGE 1

*The First State*

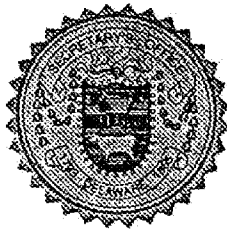
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FILLAUER, INC.", A DELAWARE CORPORATION,

WITH AND INTO "FILLAUER COMPANIES, INC." UNDER THE NAME OF "FILLAUER COMPANIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF TENNESSEE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2003, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 7 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3745229 8100M

AUTHENTICATION: 2837076

030830695

DATE: 12-24-03  
**TRADEMARK**

REEL: 004647 FRAME: 0835

CERTIFICATE AND ARTICLES OF MERGER OF

FILLAUER, INC. WITH AND INTO

FILLAUER COMPANIES, INC.

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2. **NAME OF SURVIVING CORPORATION**

After the merger, the name of the Surviving Corporation will be Fillauer Companies, Inc.

3. **TERMS AND CONDITIONS OF MERGER**

Pursuant to the terms and conditions of these Articles of Merger and in accordance with the Plan of Merger which has been approved, adopted, certified, executed and acknowledged by each of the corporations which is a party to this merger in accordance with Section 48-20-194 of the Tennessee Business Corporation Act and Section 252 of the Delaware General Corporation Law, on the effective date of the merger, as set forth herein, the Merging Corporation shall be merged into the Surviving Corporation in the manner and with the effect provided by the statutes of the States of Delaware and Tennessee. The Surviving Corporation shall continue its existence under the laws of the State of Tennessee, and the separate existence of the Merging Corporation shall cease. All property, rights, privileges, powers, licenses and franchises of the Merging Corporation, as the same were held and owned prior to the merger, shall vest in the Surviving Corporation subject, however, to all rights of creditors and all liens upon any property of the Merging Corporation which shall be preserved unimpaired, and all debts, liabilities and obligations and the rights of creditors of the Merging Corporation for which the Surviving Corporation shall be liable, in the same manner and to the same extent as if the Surviving Corporation had itself incurred such debts, liabilities and obligations. The Surviving Corporation shall be substituted in any proceeding pending against the Merging Corporation. Unless otherwise provided by law, no holder of shares in the Merging Corporation shall by virtue of the merger become liable for the liabilities or obligations of the Surviving Corporation.

4. **CANCELLATION OF SHARES AND ISSUANCE OF NEW SHARES**

The shares of the Merging Corporation shall be cancelled and extinguished on the consummation of the merger and each shareholder of the Merging Corporation shall be entitled to the same number of shares of \$.01 par value common stock in the Surviving Corporation as such shareholder held in the Merging Corporation immediately prior to the merger. All the shares of the Surviving Corporation issued and outstanding immediately prior to the effective date of the merger shall continue to be issued and outstanding shares of the Surviving Corporation.

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If, at any time, the Surviving Corporation shall deem or be advised that any further conveyance, assignment, assurance or other act or instrument is necessary or desirable to better confirm in the Surviving Corporation the title of any property of the Merging Corporation, the proper and former directors and officers of the Merging Corporation at the request and expense of the Surviving Corporation, will take all such actions and do all things that may be necessary or appropriate to vest or confirm title to such property in the Surviving Corporation or otherwise effectuate the purposes of the Articles of Merger.

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**9. APPROVAL OF ARTICLES OF MERGER AND EFFECTIVE DATE**

On November 18, 2003, the Board of Directors and the shareholders of the Merging Corporation duly authorized and approved (a) the Certificate and Articles of Merger in accordance with its bylaws and state law, and (b) the creation of the Surviving Corporation in the State of Tennessee as of the close of business at 7:00 p.m. Eastern Standard Time on December 31, 2003.

**10. EFFECTIVE DATE OF MERGER IN DELAWARE**

The effective date of the Merger in Delaware is as of the close of business at 7:00 p.m. Eastern Standard Time on December 31, 2003.



IN WITNESS WHEREOF, the parties have caused their authorized representatives to execute the Articles of Merger on this 12 day of December, 2003.

FILLAUER, INC.  
(A Delaware Corporation)

By B. Kenneth Driver  
(B. Kenneth Driver) President

MERGING CORPORATION

FILLAUER COMPANIES, INC.  
(A Tennessee Corporation)

By B. Kenneth Driver  
(B. Kenneth Driver) President

SURVIVING CORPORATION

STATE OF TENNESSEE )  
  )  
COUNTY OF HAMILTON )

Before me, a Notary Public of the state and county aforesaid, personally appeared B Kenneth Driver, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President of Fillauer, Inc. and President of Fillauer Companies, Inc., the within named corporations, and that he as President of both corporations executed the foregoing instrument for the purposes therein contained, by signing the names of the corporations by himself as President.

WITNESS my hand and seal, at office in Chattanooga, Hamilton County, Tennessee, this 12th day of December, 2003.

Linda Moore  
Notary Public

My Commission Expires ~~My Commission Expires~~ August 17, 2005



# State of Delaware

SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 P.O. BOX 898  
 DOVER, DELAWARE 19903

030830695

9033757  
 CHAMBLISS, BANNER & STOPHEL, P.C.  
 1000 TALLAN BUILDING  
 TWO UNION SQUARE  
 CHATTANOOGA TN 37402-2500  
 ATTN: MARIE H. KOONTZ

12-24-2003

DESCRIPTION	AMOUNT
FILLAUER, INC.	
2272458 0250N Merger; Non-Survivor	
Merger	75.00
Receiving/Indexing	50.00
Franchise Tax Balance	3,175.00
FILING TOTAL	3,300.00
FILLAUER COMPANIES, INC.	
3745229 0250S Merger; Survivor	
Certification Fee	30.00
Data Entry Fee	5.00
Court Municipality Fee, Wilm.	20.00
Surcharge Assessment-New Castle	6.00
Page Assessment-New Castle Count	36.00
Expedite Fee, 24 Hour	100.00
FILING TOTAL	197.00
TOTAL CHARGES	3,497.00
TOTAL PAYMENTS	3,497.00
SERVICE REQUEST BALANCE	.00

Secretary of State

Division of Business Services

312 Eighth Avenue North

6th Floor, William R. Snodgrass Tower

Nashville, Tennessee 37243

DATE: 12/30/03

REQUEST NUMBER: 4995-0040

TELEPHONE CONTACT: (615) 741-2286

FILE DATE/TIME: 12/29/03 1601

EFFECTIVE DATE/TIME: 12/31/03 1630

CONTROL NUMBER: 0458166

TO:  
DELPHI COMMUNICATIONS  
PO BOX 330397

NASHVILLE, TN 37203-7503

RE:  
FILLAUER COMPANIES, INC.  
ARTICLES OF MERGER

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ARTICLES OF MERGER WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH OFFICE IS IN TENNESSEE AND IN THE COUNTY IN WHICH THE NEW OR SURVIVING CORPORATION SHALL HAVE ITS PRINCIPAL OFFICE IF SUCH OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF MERGER

ON DATE: 12/30/03

FROM:  
DELPHI COMMUNICATIONS >PO BOX 330397<<  
P.O. BOX 330397

	FEES	
RECEIVED:	\$100.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$100.00

NASHVILLE, TN 37203-7503

RECEIPT NUMBER: 00003399024  
ACCOUNT NUMBER: 00005824

RILEY C. DARNELL  
SECRETARY

REEL: 004647 FRAME: 0840



RECORDED: 10/25/2011