

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2011		
CONVEYING PARTY DATA			
	Name	Formerly	Entity Type
	POLYSPEC (TX), LLC		LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	POLYSPEC NV, INC.		
Street Address:	3600 West Lake Avenue		
City:	Glenview		
State/Country:	ILLINOIS		
Postal Code:	60026		
Entity Type:	CORPORATION: NEVADA		
PROPERTY NUMBERS Total: 5			
	Property Type	Number	Word Mark
	Registration Number:	1767841	PERMAREZ
	Registration Number:	1767838	POLYSPEC
	Registration Number:	1767839	TUFFREZ
	Registration Number:	1769315	REZROK
	Registration Number:	1770720	FLAKEREZ
CORRESPONDENCE DATA			
Fax Number:	3125548015		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	312 554-8000		
Email:	bcohn@pattishall.com		
Correspondent Name:	Bradley L. Cohn		
Address Line 1:	200 South Wacker Drive, Suite 2900		
Address Line 4:	Chicago, ILLINOIS 60606		

CH \$140.00 1767841

ATTORNEY DOCKET NUMBER:	02457-120-15
NAME OF SUBMITTER:	Bradley L. Cohn
Signature:	/bradleycohn/
Date:	10/28/2013
Total Attachments: 10 source=TX merger#page1.tif source=TX merger#page2.tif source=TX merger#page3.tif source=TX merger#page4.tif source=TX merger#page5.tif source=TX merger#page6.tif source=TX merger#page7.tif source=TX merger#page8.tif source=TX merger#page9.tif source=TX merger#page10.tif	

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

December 22, 2011

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE:
POLYSPEC NV, INC. (File Number: Not Applicable)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Jean Marchione

Fax: (512) 463-5709
TID: 10339

Dial: 7-1-1 for Relay Services
Document: 401776530002

TRADEMARK
REEL: 005140 FRAME: 0162



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

POLYSPEC (TX), LLC
Domestic Limited Liability Company (LLC)
[File Number: 707003622]

Into

POLYSPEC NV, INC.
Foreign For-Profit Corporation
Nevada, USA
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 12/21/2011

Effective: 12/31/2011 11:58 pm



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Form 623
(Revised 05/11)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: see instructions



**Parent-Subsidiary
Certificate of Merger
Business Organizations Code**

This space reserved for office use.
FILED
In the Office of the
Secretary of State of Texas
DEC 21 2011
Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

Parent

POLYSPEC NV, INC.
Name of Organization
The organization is a for-profit corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)
Nevada USA The file number, if any, is _____
State Country Texas Secretary of State file number
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:
311 S. Division St. Carson City NV USA
Street Address City State Country

Subsidiary 1

POLYSPEC (TX), LLC
Name of Organization
The organization is a: for-profit limited liability company It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)
Texas USA The file number, if any, is 0707003622
State Country Texas Secretary of State file number
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding	Class	Series	Number owned by parent	Percentage Owned
100% membership interest				100%

The organization will survive the merger. The organization will not survive the merger.

Subsidiary 2

Name of Organization
The organization is a: _____ It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is:

State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

[] The organization will survive the merger. [] The organization will not survive the merger.

Subsidiary 3

Name of Organization

The organization is a: It is organized under the laws of:

Specify organizational form (e.g., for-profit corporation)

The file number, if any, is:

State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

[] The organization will survive the merger. [] The organization will not survive the merger.

Resolution of Merger

[X] A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on 12/06/2011

mm/dd/yyyy

Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

N/A

Name of New Organization 1 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: 11:58 p.m. on December 31, 2011

C. This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.

In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the parent organization, to execute the filing instrument.

Date: 12/19/11

POLYSPEC NV, INC.

Parent Organization Name

Barbara E. Siegan
Signature of authorized person (see instructions)

Barbara E. Siegan, Assistant Secretary
Printed or typed name of authorized person

POLYSPEC NV, INC.

**CONSENT TO ACTION BY THE SOLE SHAREHOLDER AND
UNANIMOUS CONSENT BY THE BOARD OF DIRECTORS**

The undersigned, being the sole shareholder and all of the directors of **PolySpec NV, Inc.**, a Nevada corporation (herein called "Corporation"), for the purpose of taking action without a meeting and, that in accordance with the provisions of the By-Laws and pursuant to Sections 78.320(b) and 78.315 of the General Corporation Law of the State of Nevada, hereby consent to and adopt the following resolutions:

RESOLVED: that the Corporation merge, and it hereby does merge into itself, its wholly owned subsidiary, PolySpec (TX), LLC, a Texas limited liability company ("TX"), assuming all of its obligations;

FURTHER RESOLVED: that the merger shall become effective at the end of business on December 31, 2011; and

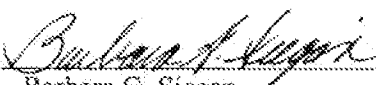
FURTHER RESOLVED: that management is authorized to make and execute the Agreement of Merger (the "Agreement") and the Articles of Merger, assuming TX's liabilities and obligations and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Nevada, which may be necessary or proper to effect said merger.


FURTHER RESOLVED: that a copy of said Agreement, when so executed, be attached to the minutes of this meeting.

Dated as of December 6, 2011

Illinois Tool Works Inc.
(Sole shareholder of PolySpec NV,
Inc.)

By:


Barbara G. Siegan
Assistant Corporate Secretary


Leanne Ono


James H. Wooten, Jr.

Juan Valls-Serrat

Agreement of Merger
Merging
PolySpec (TX), LLC
A Texas Limited Liability Company
Into
PolySpec NV, Inc.
A Nevada Corporation

AGREEMENT OF MERGER, dated this 19th day of December, 2011, made by and between PolySpec (TX), LLC, a limited liability company organized and existing under the laws of the State of Texas (hereinafter in this agreement referred to as the "Disappearing Company"), and PolySpec NV, Inc., a corporation organized and existing under and by virtue of the laws of the State of Nevada (hereinafter in this agreement referred to as the "Surviving Corporation").

WITNESSETH that:

WHEREAS the sole member of the Disappearing Company and the board of directors of Surviving Corporation, parties hereto, to the end that greater efficiency and economy in the management of the business carried on by each company may be accomplished and in consideration of the mutual agreements of each company as set forth herein, do deem it advisable and generally to the advantage and welfare of said companies and their respective owners that Disappearing Company be merged into Surviving Corporation; and

WHEREAS, Chapter 10.006 of the Texas Business Organizations Code and NRS 92A.180 authorizes the merger of subsidiary and parent.

NOW, THEREFORE, the companies, parties to this agreement, have agreed and do hereby agree as follows:

FIRST: Disappearing Company, organized and existing under the laws of the State of Texas, shall be and hereby is merged into Surviving Corporation, organized and existing under the laws of State of Nevada, and said Surviving Corporation hereby merges into itself said Disappearing Company; said Surviving Corporation shall be the continuing and surviving corporation and shall be governed by the Corporation Law of the State of Nevada.

SECOND: The manner of converting the outstanding interests or securities of each of the constituent companies into the shares of the Surviving Corporation shall be as follows:

- (a) Each membership interest of the Disappearing Company which shall be outstanding on the effective date of this merger, shall be canceled and no longer outstanding and the Surviving Corporation shall receive no

compensation for the membership interests.

(b) The shares of the Surviving Corporation outstanding on the effective date of this merger shall not be changed or converted as a result of this merger, but shall remain outstanding as shares of the Surviving Corporation.

THIRD: The terms and conditions of the merger are as follows:

(a) The By-Laws of the Surviving Corporation as they shall exist on the effective date of this merger shall be and remain the By-Laws of the Surviving Corporation until the same shall be altered, amended or repealed as therein provided.

(b) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(c) This merger shall become effective upon filing with the Secretary of State of Nevada and Texas. However, for all accounting purposes, the effective date of the merger shall be as of 11:58 p.m. on December 31, 2011.

(d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Disappearing Company, including all rights relating to the Sale of all of the Issued and Outstanding Shares of PolySpec NV, Inc., dated April 30, 2008, and the escrow agreement related thereto, shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed and all property, rights, and every other interest of the Surviving Corporation and the Disappearing Company shall be as effectively the property of the Surviving Corporation as they were of the Surviving Corporation and the Disappearing Company respectively. The Disappearing Company hereby agrees from time to time, as and when requested by the Surviving Corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation title to and possession of any property of the Disappearing Company acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers of the Disappearing Company and the proper officers and directors of the Surviving Corporation are fully authorized in the name of the Surviving Corporation or otherwise to take any and all such action.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this agreement may be abandoned by either party, by appropriate resolution of the respective Board of Directors or Members at any time prior to the date of filing this Agreement or by mutual consent of the parties by appropriate resolution of their respective Board of

Directors or Members, at any time prior to the effective date of this merger.

FIFTH: Upon the date when this agreement shall become effective, the separate existence of Disappearing Company shall cease and the said Disappearing Company shall be merged into the Surviving Corporation in accordance with this agreement of merger.

The Surviving Corporation shall be possessed of all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, immunities, powers, franchises, and authority, of a public as well as a private nature, of each of the constituent companies, and all obligations belonging to or due to each of the constituent companies, all of which shall be vested in the Surviving Corporation without further act or deed. Title to any real estate or any interest therein vested in any constituent company shall not revert or in any way be impaired by reason of such merger or consolidation;

The Surviving Corporation shall be liable for all the obligations of each constituent company, including liability to dissenting shareholders or members;

All the rights of creditors of each constituent company are preserved unimpaired, and all liens upon the property of any constituent company are preserved unimpaired, on only the property affected by such liens immediately prior to the effective date of the merger or consolidation.

IN WITNESS WHEREOF, the parties to this agreement have caused this agreement to be executed and delivered by their respective officers or member thereunto duly authorized, all as of the date first written above.

PolySpec (TX), LLC
By: PolySpec NV, Inc., its sole member

Polyspec NV, Inc.

By: Barbara G. Siegan
Name: Barbara G. Siegan
Its: Assistant Secretary

By: James H. Wooten
Name: James H. Wooten
Its: Vice President & Secretary

By: Barbara G. Siegan
Name: Barbara G. Siegan
Its: Assistant Secretary

TEXAS COMPTROLLER of PUBLIC ACCOUNTS

P.O. Box 13528 • Austin, TX 78711-3528



December 16, 2011

POLYSPEC (TX), LLC
3600 W LAKE AVE
GLENVIEW IL 60026-1215

CERTIFICATE OF ACCOUNT STATUS

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Susan Combs, Comptroller of Public Accounts of the State of Texas, DO
HEREBY CERTIFY that according to the current records of this office

POLYSPEC (TX), LLC

has filed all required reports for taxes administered by the Comptroller under
Title 2, Tax Code, and taxes reported due on those reports have been paid.
This certificate must be filed with the Texas Secretary of State to legally
end the entity's existence in Texas. This certificate is valid through
12/31/2011.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 16th day of
December, 2011 A.D.

A handwritten signature in black ink that reads "Susan Combs".

Susan Combs
Texas Comptroller

Taxpayer number: 32002504754
File number: 0707003622

NOTE: Failure by Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this
certificate, will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and
all out of state entities are responsible for franchise tax through the last date of business in this state.