

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM360134

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/15/1977		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Thermwell Products Co., Inc.		06/15/1977	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Thermwell Products Co., Inc.		
Street Address:	420 Route 17 South		
City:	Mahwah		
State/Country:	NEW JERSEY		
Postal Code:	07430		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3799225		
Registration Number:	3756687	FROST KING	
Registration Number:	3799223		
CORRESPONDENCE DATA			
Fax Number:	9736217406		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	9736219020		
Email:	rbrosen@hlgslaw.com		
Correspondent Name:	Robert B. Rosen, Esq.		
Address Line 1:	One Gateway Center		
Address Line 2:	8th Floor		
Address Line 4:	Newark, NEW JERSEY 07102		
ATTORNEY DOCKET NUMBER:	13532		
NAME OF SUBMITTER:	Robert B. Rosen		
SIGNATURE:	/Robert B. Rosen/		
DATE SIGNED:	10/27/2015		
Total Attachments: 8			

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CERTIFICATE OF MERGER OF
DOMESTIC AND FOREIGN
CORPORATION

TRINITY PRODUCTS CO., INC.
a corporation organized and
existing under and pursuant
to the laws of the State of
New York

into:

TRINITY PRODUCTS CO., INC.
a corporation organized and
existing under and pursuant
to the laws of the State of
New Jersey

Dated: June 15, 1977

SEAN W. SCHROEDER, NADLER & ROSENTHAL
COUNSELLORS AT LAW
CORPORATE GROUP
40 WALL STREET, SUITE 2000
NEW YORK, N.Y. 10038

0166691892

FILED AND RECORDED
JUNE 2, 1977

GEORGE W. LEE
ASSISTANT SECRETARY OF STATE

WITNESSE
THE
CLERK OF
THE
STATE OF NEW YORK

345724

5/1/77
7-1-77

CERTIFICATE OF MERGER
OF DOMESTIC AND FOREIGN CORPORATION

Pursuant to the provisions of Section 14A:197 of the New Jersey Business Corporation Act, the undersigned domestic and foreign corporation adopt the following Certificate of Merger for the purpose of merging the foreign corporation into the New Jersey corporation:

1. The following Plan of Merger was approved by the Board of Directors of the surviving corporation and the shareholders of the foreign corporation in the manner prescribed by the New Jersey Business Corporation Act:

"Pursuant to the provisions of Chapter 10 of the New Jersey Business Corporation Act, the following named corporation hereby establish a Plan of Merger:

A. The names of the corporations proposing to merge are Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New York, which corporation is authorized to conduct its business in the State of New Jersey, and Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New Jersey.

B. The New York corporation proposes to merge into Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New Jersey.

C. The terms and conditions of the proposed merger

are as follows:

(i) Upon the effective date of merger, the separate corporate existence of Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New York, shall cease and Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New Jersey, the surviving corporation, shall become the owner, without other transfer, of all the rights and property of the merging corporations, and the surviving corporation shall become subject to all the debts and liabilities of the merging corporations in the same manner as if the surviving corporation had itself incurred them.

(ii) The purposes, county where the principal office for the transaction of business shall be located, number of directors and the capital stock of the surviving corporation shall be as appears in the certificate of incorporation of the surviving corporation filed in the Office of the Secretary of State of New Jersey.

(iii) The certificate of incorporation of the surviving corporation shall on the effective date of the merger be the Certificate of Incorporation of Thermwell Products Co., Inc., a New Jersey corporation, as heretofore filed in the Office of the Secretary of State of New Jersey on June 13, 1977.

(iv) The surviving corporation shall pay all expenses of this merger.

D. The method of converting shares of the merging corporation into shares of the surviving corporation shall be as follows:

(i) Each share of common stock of no par value of Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the State of New York, issued and outstanding on the effective date of the merger shall continue to be one share of common stock of no par value of the surviving corporation; and

(ii) Each share of \$5.00 Cumulative Preferred Stock of Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New York, shall continue to be one share of \$5.00 Cumulative Preferred Stock of the surviving corporation;

(iii) Each share of common stock of no par value being held as treasury stock of Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New York, shall continue to be one share of common stock of no par value of the surviving corporation and be held as treasury stock;

(iv) Each share of \$5.00 Cumulative Preferred Stock being held as treasury stock of Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New York, shall continue to be one share of \$5.00 Cumulative Preferred Stock of the surviving corporation and be held as Treasury Stock;

(v) After the effective date of the merger holders of certificate for shares of common stock in Thermwell Products Co., Inc., a corporation organized and existing under and pursuant to the laws of the State of New York, shall

surrender them to the surviving corporation, or its duly appointed agent, in such manner as the surviving corporation shall legally require. On receipt of said share certificates, the surviving corporation shall issue in exchange therefor a certificate of shares of common stock in surviving corporation representing the number of shares of such stock to which such holder shall be entitled as hereinabove set forth.

(vi) In addition such shareholder shall be entitled to receive any dividends on such shares of common stock of the surviving corporation which may have been declared and paid between the effective date of the merger and the issuance to such shareholder of the certificate of such common stock. Holders of certificates of common stock of Thermwell Products Co., Inc., a corporation existing under and pursuant to the laws of the State of New York, shall not be entitled to dividends payable on shares of stock in the surviving corporation unless and until said shareholders of such certificates have been issued certificates of common stock in surviving corporation as hereinabove provided.

E. Neither the merging corporations nor the surviving corporation shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except as contemplated by this plan of merger.

F. This plan of merger shall be submitted to the shareholders of the constituent corporations for their approval in the manner provided by the applicable laws of the States of New York and New Jersey, at a meeting to be

held at such time as the boards of directors of the constituent corporations shall agree and the plan of merger shall be effective as of July 1, 1977.

G. The directors of either constituent corporation may, in their discretion, abandon this merger, subject to the rights of third parties under and contracts relating thereto, without further action or approval by the shareholders of the corporation, at any time before the merger has been completed."

2. As to each of the undersigned corporations, the number of shares, the designation and number of shares of each class or series entitled to vote as a class on such plan, and the number of shares voted for and against such plan, respectively, are as follows:

		<u>Entitled to Vote as a Class</u>	
<u>Name of Corporation</u>	<u>Number of Shares</u>	<u>Designation of Class or Series</u>	<u>Number of Shares</u>
Thermwell Products Co., Inc., a New York corporation	251 3/7	Common stock, no par value	251 3/7

		<u>Entitled to Vote as a Class</u>			
<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class or Series</u>	<u>Voted For</u>	<u>Voted Against</u>
Thermwell Products Co., Inc., a New York corporation	251 3/7	0	Common stock, no par value	251 3/7	0

		<u>Entitled to Vote as a Class</u>	
<u>Name of Corporation</u>	<u>Number of Shares</u>	<u>Designation of Class or Series</u>	<u>Number of Shares</u>
Thermwell Products Co., Inc., a New Jersey corporation	4	Common stock, no par value	4

Entitled to Vote as a Class

<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class or Series</u>	<u>Voted For</u>	<u>Voted Against</u>
Thermwell Products Co., Inc. a New Jersey corporation	4	0	Common stock, no par value	4	0

3. The plan of merger was unanimously approved by the stockholders of the corporations involved as set forth in paragraph 2 above.

4. The applicable provisions of the laws of the jurisdiction under which each foreign corporation was organized upon compliance with filing and recording requirements will have been complied with.

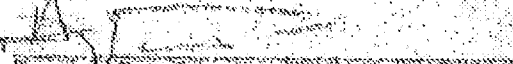
9. The merger is to become effective July 1, 1977.

Dated: June 15, 1977

THERMWELL PRODUCTS CO., INC.,
a New Jersey corporation authorized
to conduct business in the State
of New Jersey

Attest:

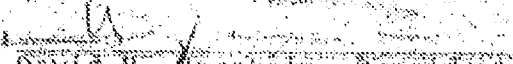

MILTON B. GERSTEIN, Secretary


DAVID B. GERSTEIN, President

Attest:


MILTON B. GERSTEIN, Secretary

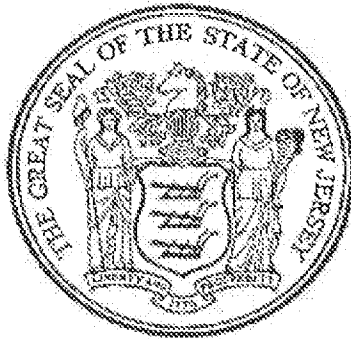
THERMWELL PRODUCTS CO., INC.,
a New Jersey corporation


DAVID B. GERSTEIN, President

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

THERMWELL PRODUCTS CO., INC.

I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate of Merger
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.



Certificate Number: 128173693

Verify this certificate online at

http://www1.state.nj.us/TYTR_StandinCert/ISP/Verify_Cert.jsp

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
26th day of April, 2013

A handwritten signature in black ink, appearing to read "Andrew P. Sidamon-Eristoff".

Andrew P. Sidamon-Eristoff
State Treasurer