

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM545946

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Davlyn Manufacturing Co., Inc.		04/11/2018	Corporation: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Davlyn Manufacturing Co., LLC		
<b>Street Address:</b>	85 Mennonite Church Road		
<b>City:</b>	Spring City		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19475		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2820968	DAVLYN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2158325767		
<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>			
<b>Phone:</b>	2155695767		
<b>Email:</b>	perry@blankrome.com		
<b>Correspondent Name:</b>	David M. Perry		
<b>Address Line 1:</b>	Blank Rome LLP, One Logan Square		
<b>Address Line 2:</b>	8th Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>NAME OF SUBMITTER:</b>	David M. Perry		
<b>SIGNATURE:</b>	/David M. Perry/		
<b>DATE SIGNED:</b>	10/21/2019		
<b>Total Attachments: 9</b>			
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DAVLYN MANUFACTURING CO., INC.

JOINT WRITTEN CONSENT OF THE BOARD OF DIRECTORS AND THE HOLDERS  
OF THE VOTING COMMON STOCK OF DAVLYN MANUFACTURING CO., INC. IN  
LIEU OF A MEETING

April 11, 2018

The holders of Common Voting Stock (collectively, the "Shareholders") of Davlyn Manufacturing Co., Inc., a Pennsylvania corporation (the "Corporation"), and all of the members of the Corporation's board of directors (the "Board") hereby adopt by written consent without a meeting as permitted under Section 108 of the Corporation's Bylaws, the following preambles and resolutions:

Authorization to Consummate the Reorganization

WHEREAS, the Board and the Shareholders deem it to be advisable and in the best interest of the Corporation to consummate the reorganization transaction whereby (i) the Shareholders will contribute 100% of their respective shares of the Corporation (the "Contribution") to Davlyn Old Holdings Co., Inc., a Delaware corporation ("Holdco"), and (ii) Holdco will issue shares of its stock to each of the Shareholders in the same proportion and same type as each owns in the Corporation (resulting in the Shareholders owning all of the issued and outstanding equity securities of Holdco and in the same amount of stock in Holdco) and Holdco will elect to treat the Corporation as a Qualified Subchapter S Subsidiary (as defined in Internal Revenue Code Section 1361(b)(3)(B)) with the actions described in clause (i) and this clause (ii) all done in connection with a reorganization under Section 368(a)(1)(F) of the Internal Revenue Code as described in Rev. Rul. 2008-18 (the "Reorganization").

WHEREAS, the Board and the Shareholders deem it to be advisable and in the best interest of the Corporation to approve the Reorganization pursuant to that certain Distribution, Contribution and Assignment Agreement, the form of which is attached hereto as Exhibit A (the "Contribution Agreement").

NOW, THEREFORE, BE IT RESOLVED, that the Board and the Shareholders hereby declare it advisable and in the best interest of the Corporation to cause the Reorganization and for the benefit of the Corporation to execute and deliver the Contribution Agreement.

FURTHER RESOLVED, that the execution and delivery of the Contribution Agreement, together with any documents, exhibits and schedules related thereto, each substantially in the form as presented to, and reviewed by the Board and the Shareholders, be, and hereby are, in all respects, authorized and approved.

Authorization to Convert into a Delaware Limited Liability Company

WHEREAS, the Board and the Shareholders deem it to be advisable and in the best interest of the Corporation to convert (the "Conversion") the Corporation from a Pennsylvania corporation into a Delaware limited liability company with the name "Davlyn Manufacturing Co., LLC" (the "Company").

[M1748898.2]

WHEREAS, in connection with the Conversion, the Board and the Shareholders deem it to be advisable and in the best interest of the Corporation to file the (a) Pennsylvania Statement of Conversion, the form of which is attached hereto as Exhibit B, and (b) Pennsylvania Foreign Limited Liability Company Certificate of Authority Application, the form of which is attached hereto as Exhibit C.

WHEREAS, pursuant to the Conversion, all shares of the Corporation's issued and outstanding stock (the "Common Stock") to Holdco shall automatically be converted into a 100% limited liability company membership interest in the Company, and upon such conversion of the Common Stock, such shares of Common Stock shall thereupon be cancelled.

NOW, THEREFORE, BE IT RESOLVED, that the Board and the Shareholders hereby declare it advisable and in the best interest of the Corporation to cause the Conversion and for the benefit of the Corporation to file the Statement of Conversion with the Secretary of State and Pennsylvania Foreign Limited Liability Company Certificate of Authority with the Pennsylvania Secretary of State.

FURTHER RESOLVED, that the Pennsylvania Statement of Conversion, together with any documents, exhibits and schedules related thereto, each substantially in the form as presented to, and reviewed by the Board and the Shareholders, be, and hereby are, in all respects, authorized and approved.

#### General

FURTHER RESOLVED, that each and every action effected or to be effected by the Shareholders or the officers, agents or representatives of, or counsel for, the Corporation in connection with, pursuant to and substantially in accordance with the foregoing resolutions be, and hereby are, in all respects, authorized and approved.

FURTHER RESOLVED, that all of the acts and things done for and in connection with the transactions contemplated by these resolutions, by the Shareholders or the officers, agents or representatives of, or counsel for, the Corporation, be, and hereby are, in all respects, ratified, confirmed and approved.

FURTHER RESOLVED, that each officer of the Corporation and any person or persons designated and authorized so to act by such person or entity are hereby each severally authorized, empowered and directed to do and perform or cause to be done and performed, in the name of and on behalf of the Corporation, all other acts, to pay or cause to be paid, on behalf of the Corporation, all related costs and expenses and to execute and deliver or cause to be executed and delivered such agreements, instruments, certificates, undertakings, supplements, amendments, further assurances or other communications of any kind, in the name of and on behalf of the Corporation, or otherwise, as such officer of the Corporation may deem necessary, advisable or appropriate to effect the intent of the foregoing resolutions or the instruments approved and authorized by the foregoing resolutions; and the execution by any of the Shareholders, officers, agents or representatives of, or counsel for, the Corporation of any such document or instrument or the payment of any such expenditures or expenses or the doing by them of any in connection with the foregoing matters shall conclusively establish their authority therefor from the Corporation and

the approval and ratification by the Corporation of the documents or instruments so executed, the expenses or expenditures so paid and the action so taken.

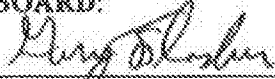
FURTHER RESOLVED, that the omission from these resolutions of any document, certificate, filing or agreement or other arrangement contemplated by any of the documents or instruments described in the foregoing resolutions or any action to be taken in accordance with any requirements of any of the documents or instruments described in the foregoing resolutions shall in no manner derogate from the authority of the officers of the Corporation to take all actions necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

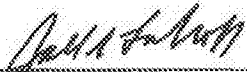
FURTHER RESOLVED, that this instrument may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which shall constitute one instrument that is binding upon all of the parties hereto, notwithstanding that all parties are not signatories to the same counterpart. This instrument may be delivered by facsimile or electronic transmission. This instrument shall be considered to have been executed by a person if there exists a photocopy, facsimile copy or electronic copy of an original hereof or of a counterpart hereof that has been signed by such person. Any photocopy, facsimile copy or electronic copy of this instrument or a counterpart hereof shall be admissible into evidence in any proceeding as though the same were an original.

*[Signature page follows.]*

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date first written above.

DAVLYN MANUFACTURING CO., INC. BOARD:

  
\_\_\_\_\_  
Gary Flasher

  
\_\_\_\_\_  
Joel Lukoff

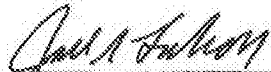
\_\_\_\_\_  
Pamela E. Simmers

DAVLYN MANUFACTURING CO., INC. COMMON VOTING SHAREHOLDERS (prior to the Contribution):

ESTATE OF THOMAS L. WEIL

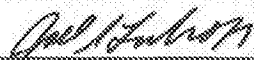
By: \_\_\_\_\_  
Martha E. Weil, Personal  
Representative

  
\_\_\_\_\_  
Gary Flasher

  
\_\_\_\_\_  
Joel Lukoff

DAVLYN MANUFACTURING CO., INC. SHAREHOLDER (after the Contribution):

Davlyn Old Holding Co., Inc.


  
\_\_\_\_\_  
By: Joel S. Lukoff  
Title: President

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date first written above.

**DAVLYN MANUFACTURING CO., INC. BOARD:**

\_\_\_\_\_  
Gary Flasher

\_\_\_\_\_  
Joel Lukoff

  
\_\_\_\_\_  
Pamela E. Simmers

**DAVLYN MANUFACTURING CO., INC. COMMON VOTING SHAREHOLDERS (prior to the Contribution):**

ESTATE OF THOMAS L. WEIL

By:   
\_\_\_\_\_  
Martha E. Weil, Personal  
Representative

\_\_\_\_\_  
Gary Flasher

\_\_\_\_\_  
Joel Lukoff

**DAVLYN MANUFACTURING CO., INC. SHAREHOLDER (after the Contribution):**

Davlyn Old Holding Co., Inc.

\_\_\_\_\_  
By: Joel S. Lukoff  
Title: President

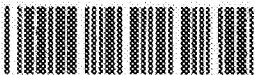
EXHIBIT B

Statement of Conversion

{M1748898.2}



PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input checked="" type="checkbox"/> Return document by mail to: Pia Akilan Name 50 South 16th Street, 22nd Floor Address Philadelphia PA 19102 City State Zip Code <input checked="" type="checkbox"/> Return document by email to: paklian@eckertseamans.com	Statement of Conversion DSCB:15-355 (7/1/2015)  355
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Read all instructions prior to completing.

Fee: \$70

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 355 (relating to Statement of conversion), the undersigned association, desiring to effect a conversion, hereby states that:

A. For the converting association:

1. The name of the converting association is: Davlyn Manufacturing Co., Inc.

2. The jurisdiction of formation of the converting association is: Pennsylvania

3. The type of association is (check only one):

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership                     | <input type="checkbox"/> Business Trust           |
| <input type="checkbox"/> Nonprofit Corporation           | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company       | <input type="checkbox"/> Limited Liability Limited Partnership   | <input type="checkbox"/> Other _____              |

4. Date on which the association was created, incorporated, formed or otherwise came into existence:

11/10/1980  
(MM/DD/YYYY)

5. If the converting association is a domestic filing association (a Pennsylvania business corporation, nonprofit corporation, limited partnership, limited liability company, professional association or business trust), the statute under which it was first created, incorporated, formed or otherwise came into existence:

Business Corporation Law of 1988  
(ex. Business Corporation Law of 1988, Limited Liability Company Law of 1994, etc.)

6. Check and complete one of the following addresses for the converting association.

<input checked="" type="checkbox"/>	<p>If the converting association is a domestic filing association, domestic limited liability partnership or registered foreign association, the current registered office address as on file with the Department of State. Complete part (a) OR (b) – not both:</p> <p>(a) <u>85 Mannonite Church Road</u>                      <u>Spring City</u>                      <u>PA</u>                      <u>19475</u>                      <u>Chester</u>  <small>Number and street                      City                      State                      Zip                      County</small></p> <p>(b) c/o: _____  <small>Name of Commercial Registered Office Provider                      County</small></p>
<input type="checkbox"/>	<p>If the converting association is a domestic association that is not a domestic filing association or limited liability partnership, the address, including street and number, if any, of its principal office:</p> <p>_____  <small>Number and street                      City                      State                      Zip                      County</small></p>
<input type="checkbox"/>	<p>If the converting association is a nonregistered foreign association, the address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office:</p> <p>_____  <small>Number and street                      City                      State                      Zip</small></p>

B. For the converted association:

1. The name of the converted association is: Davlyn Manufacturing Co., LLC

2. The jurisdiction of formation of the converted association is: Delaware

3. The type of association is (check only one):

- |   |  |   |
|---|--|---|
| <input type="checkbox"/> Business Corporation                 | <input type="checkbox"/> Limited Partnership                     | <input type="checkbox"/> Business Trust           |
| <input type="checkbox"/> Nonprofit Corporation                | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership   | <input type="checkbox"/> Other _____              |

4. Check and complete one of the following addresses for the converted association.

<input checked="" type="checkbox"/>	<p>If the converted association is a domestic filing association, domestic limited liability partnership or registered foreign association, its registered office address. <i>Complete part (a) OR (b) – not both:</i></p> <p>(a) <u>850 Burton Road, Suite 201</u>                      <u>Dover</u>                      <u>Delaware</u>                      <u>19904</u>                      <u>Kent</u>  <small>Number and street                      City                      State                      Zip                      County</small></p> <p>(b) c/o: <u>Cogency Global Inc.</u>  <small>Name of Commercial Registered Office Provider                      County</small></p>
<input type="checkbox"/>	<p>If the converted association is a domestic association that is <i>not</i> a domestic filing association or limited liability partnership, the address, including street and number, if any, of its principal office:</p> <p>_____  <small>Number and street                      City                      State                      Zip                      County</small></p>
<input type="checkbox"/>	<p>If the converted association is a nonregistered foreign association, <i>complete both (1) and (2).</i></p> <p>(1) The address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office address:</p> <p>_____  <small>Number and street                      City                      State                      Zip</small></p> <p>(2) The name and address, including street and number, of its registered agent:</p> <p>_____  <small>Name of Registered Agent</small></p> <p>_____  <small>Number and street                      City                      State                      Zip</small></p>

C. Effective date of statement of conversion (check, and if appropriate complete, one of the following):

- This Statement of Conversion shall be effective upon filing in the Department of State.
- This Statement of Conversion shall be effective on: \_\_\_\_\_ at \_\_\_\_\_  
Date (MM/DD/YYYY)                      Hour (if any)

D. Approval of conversion by converting association (check only one):

- For converting association that is a domestic entity – The plan of conversion was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter E (relating to conversion).
- For converting association that is a foreign association – The conversion was approved in accordance with the law
- of the jurisdiction of formation of the converting association.

E. Attachments (see Instructions for required and optional attachments).

IN TESTIMONY WHEREOF, the undersigned converting association has caused this Statement of Conversion to be signed by a duly authorized officer thereof this 11th day of April, 2018.

Davlyn Manufacturing Co., Inc.  
Name of Converting Association

Signature

President  
Title