

08-28-2002



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Form PTO-1595

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

## 1. Name of conveying party(ies):

Holland Neway International, Inc.

MRD

8-20-02

## 2. Name and address of receiving party(ies)

Name: The Holland Group, Inc.

Internal Address: \_\_\_\_\_

Street Address: 467 Ottawa Avenue

City: Holland State: MI Zip: 49423

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

## 3. Nature of conveyance:



Assignment



Merger



Security Agreement



Change of Name



Other \_\_\_\_\_

08/12/2002

Execution Date: \_\_\_\_\_

Additional name(s) & address(es) attached? ☐ Yes ☒ No

## 4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: \_\_\_\_\_

A. Patent Application No.(s) 09/803,843

B. Patent No.(s) \_\_\_\_\_

Additional numbers attached? ☐ Yes ☒ No

## 5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John E. McGarry

Internal Address: McGarry Bair LLP

Street Address: 171 Monroe Avenue, N.W.,

Suite 600

City: Grand Rapids State: MI Zip: 49503

6. Total number of applications and patents involved: ☐ 1

7. Total fee (37 CFR 3.41).....\$ 40.00



Enclosed



Authorized to be charged to deposit account

## 8. Deposit account number:

50-2003

DO NOT USE THIS SPACE

## 9. Signature.

08/27/2002 TBI/AZ1 00000079 502003 09803843

01 FC 581

John E. McGarry

Name of Person Signing

Signature

August 13, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 8

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231PATENT  
REEL: 013219 FRAME: 0386

**PATENT ASSIGNMENT**

WHEREAS, Holland Newway International, Inc., a corporation of the State of Michigan, having its principal office and place of business at 1950 Industrial Boulevard, Muskegon, Michigan 49443-0425, U.S.A., (hereinafter referred to as "Assignor") is the owner of the entire right, title, and interest in and to patent application Serial No. 09/803,843 for TRAILING ARM SUSPENSION WITH WRAPPER COMPRESSION AXLE MOUNTING AND ARTICULATED AXLE MOUNTING filed on March 12, 2001, and to any reissues, extensions, substitutions, confirmations, divisions, and continuations of any of the foregoing (hereinafter "Patent Rights"), to have and to hold for its sole and exclusive use and benefit;

WHEREAS, Assignor, by Certificate of Merger duly filed with the Michigan Department of Consumer and Industry Services, merged with Holland Hitch Company on January 1, 2002, and the name of the surviving entity is Holland Hitch Company as shown on Exhibit A attached hereto;

WHEREAS, Holland Hitch Company, by Certificate of Amendment to the Articles of Incorporation duly filed with the Michigan Department of Consumer and Industry Services, changed its name to Holland USA, Inc. on January 2, 2002, as shown on Exhibit B attached hereto; and

WHEREAS, Assignor has agreed to assign its entire right, title, and interest in and to the Patent Rights to The Holland Group, Inc., a corporation of the State of Michigan, having a place of business at 467 Ottawa Avenue, Holland, Michigan 49423 U.S.A. (hereinafter referred to "Assignee").

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that, for and in consideration of the sum of One Dollar (\$1.00), and other valuable and legally sufficient consideration, the receipt of which by Assignor from Assignee is hereby acknowledged, Assignor has agreed to sell, assign, and transfer and by these presents does hereby sell, assign, and transfer the Patent Rights unto Assignee together with all rights to sue and recover for past infringements thereof, to have and to hold for the sole and exclusive use and benefit of Assignee forever.

Assignor hereby consents that a copy of this ASSIGNMENT shall be deemed a full legal and formal equivalent of any assignment, consent to file, or like document that may be required in any particular country for any purpose and more particularly in proof of the right of Assignee to claim the aforesaid benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended.

Assignor covenants and agrees that this ASSIGNMENT and all of the terms hereof shall inure to the benefit of the successors, assigns, legal representatives, or nominees of Assignee, without further written or oral authorization from Assignor.

IN TESTIMONY WHEREOF, an officer of the said Assignor has hereunto set his hand on the date indicated below.

Holland Newway International, Inc.

Dated: Aug. 12, 2002

By: Samuel A. Martin  
Samuel A. Martin  
Executive Vice President

Assignor

STATE OF MICHIGAN )  
COUNTY OF Allegan )  
Acting in Ottawa County

On this 12<sup>th</sup> day of August, 2002, personally appeared before me the above-named Samuel A. Martin, to me known and known to me to be the person described in and who executed the foregoing instrument on behalf of Holland Newway International, Inc. and acknowledged the same to be his free act and deed in and for the purposes set forth in said instrument.

Darlene Bright  
Notary Public

**DARLENE BRIGHT**  
Notary Public, Allegan County, MI  
My Commission Expires Feb. 23, 2006

My commission expires: 2-23-06

G0073285.DOC

# Michigan Department of Consumer and Industry Services

## Filing Endorsement

*This is to Certify that the MERGER DOCUMENT*

*for*

*HOLLAND NEWAY INTERNATIONAL, INC.*

*ID NUMBER: 23347A*

*received by facsimile transmission on December 7, 2001 is hereby endorsed*

*Filed on December 7, 2001 by the Administrator.*

*The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.*

*Effective Date: January 1, 2002*

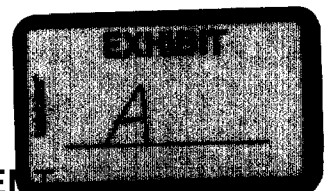


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*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 10th day of December, 2001.*

*, Director*

*Bureau of Commercial Services*



PATE

DCS/CO-550m (04/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES			
Date Received	(FOR BUREAU USE ONLY)		
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.		
Name CHRISTOPHER J. DUBA			
Address P. O. BOX 352			
City	State	Zip Code	
GRAND RAPIDS	MI	49501	
Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.			
EFFECTIVE DATE:			
Expiration date for now assumed names: December 31,			
Expiration date for transferred assume names appear in item 6			

**CERTIFICATE OF MERGER**  
Cross Entity Merger for use by Profit Corporations, Limited Liability Companies  
and Limited Partnerships

*Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:*

1. The Plan of Merger (Consolidation) is as follows:	
a. The name of each constituent entity and its identification number is:	
Holland Neway International, Inc.	233-47A
Holland Hitch Company	032-903
b. The name of the surviving (new) entity and its Identification number is:	
Holland Hitch Company	032-903
Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:	
487 Ottawa Avenue, Holland, Michigan 49423	
2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)	
The merger (consolidation) shall be effective on the <u>1st</u> day of <u>January</u> , <u>2002</u> .	

12/07/2001 10:36AM

**3. Complete for Profit Corporations Only**

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Holland Newway International, Inc.	1,000 shares common	Common	N/A
Holland Hitch Company	29,882 shares common	Common	N/A

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows: Each share of Holland Newway International, Inc. common stock issued and outstanding shall be canceled and each share of Holland Hitch Company common stock issued and outstanding shall be converted into and become one share of common stock of the surviving corporation.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

- a. The Plan of Merger was approved by the majority consent of the incorporators of \_\_\_\_\_, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print)

(Signature of Incorporator)

(Type or Print)

(Signature of Incorporator)

(Type or Print)

(Signature of Incorporator)

(Type or Print)

- b. The plan of merger was approved by:

☐ the Board of Directors of \_\_\_\_\_, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

☒ the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Holland Newway International, Inc.

Holland Hitch Company

By



(Signature of Authorized Officer or Agent)

Timothy T. Hemingway

(Type or Print Name)

Holland Newway International, Inc.

(Name of Corporation)

By



(Signature of Authorized Officer or Agent)

Timothy T. Hemingway

(Type or Print Name)

Holland Hitch Company

(Name of Corporation)

12/07/2001 10:36AM

PATENT

REEL: 013219 FRAME: 0390

# Michigan Department of Consumer and Industry Services

## Filing Endorsement

*This is to Certify that the CERTIFICATE OF AMENDMENT - CORPORATION*

*for*

*HOLLAND USA, INC.*

*ID NUMBER: 032903*

*received by facsimile transmission on January 2, 2002 is hereby endorsed*

*Filed on January 2, 2002 by the Administrator.*

*The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.*

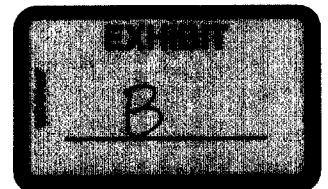


Sent by Facsimile Transmission 01/02/02

*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 2nd day of January, 2002.*

*, Director*

*Bureau of Commercial Services*



**PATENT**

**REEL: 013219 FRAME: 0391**

BCS/CD-516 (04/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES		
Date Received	(FOR BUREAU USE ONLY)	
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.		
Name CHRISTOPHER J. DUBA		
Address P.O. BOX 352		
City GRAND RAPIDS	State MI	Zip Code 49501-0352
		EFFECTIVE DATE:

Document will be returned to the name and address you enter above.  
If left blank document will be mailed to the registered office.

### CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations  
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Holland Hitch Company

2. The identification number assigned by the Bureau is: 032-803

3. Article I of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is: Holland USA, Inc.

01/02/2002 09:18AM

**COMPLETE ONLY ONE OF THE FOLLOWING:**

**4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)**

The foregoing amendment to the Articles of Incorporation was duly adopted on the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

(Signature)

(Signature)

(Type or Print Name)

(Type or Print Name)

(Signature)

(Signature)

(Type or Print Name)

(Type or Print Name)

**5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)**

The foregoing amendment to the Articles of Incorporation was duly adopted on the 14<sup>th</sup> day of December, 2001, by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

☐ at a meeting the necessary votes were cast in favor of the amendment.

☐ by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)

☒ by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.

☐ by the board of a profit corporation pursuant to section 611(2).

**Profit Corporations**

Signed this 14<sup>th</sup> day of December, 2001

By X [Signature]  
(Signature of an authorized officer or agent)

Timothy T. Hemingway  
(Type or Print Name)

**Nonprofit and Professional Service Corporations**

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

By \_\_\_\_\_  
(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

(Type or Print Name)

(Type or Print Title)

01/02/2002 09:18AM