		Docket I	No.: 20341-100
FORM PTO-1595 (Modified) (Rev. 03-01) OMB No. 0651-0027 (exp.5/31/2002) P08/REV03	12-23-20	02 HIIII	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
Tab seltings → → → ▼		ØØ <b>▼</b>	<b>V V</b>
To the Honorable Commissioner of F	1023190	Please record the attached o	riginal documents or copy thereof.
1. Name of conveying party(ies):		2. Name and address of red	ceiving party(ies):
SAFETY IST, INC.	118/02	Name: DOREL JUVENI	LE GROUP, INC.
		Internal Address:	
Additional names(s) of conveying party(ies)	☐ Yes ☒ No		
3. Nature of conveyance:			
☐ Assignment ∑	) Merger	Street Address: 45 DAN	ROAD
☐ Security Agreement	Change of Name	CANTON COMMERCE O	CENTER
☐ Other		City: CANTON	State: MA ZIP: 02021
Execution Date: JULY 2, 2001		Additional name(s) & address(	es) attached? 🔲 Yes 🗵 No
A. Paterit Application No.(s)		B. Patent No.(s)  SEE SCHEDULE A	7 10 22 10 10 22
	Additional numbers attac	hed? 🗵 Yes 🗌 No	
<ol><li>Name and address of party to whom concerning document should be mail</li></ol>		6. Total number of application	ons and patents involved: 41
Name: RICHARD A. REZEK, ESQ.		7. Total fee (37 CFR 3.41):	\$ 1,640.00
Internal Address:			ss or insufficiency should be
12/20/2002 TDIAZ1 00000156 346206	one inter- nemeroranismos memoranismos moranismos in tra traditaritan traditaritan traditarista de la constitu	credited or debited to	deposit account
01 FC:8021 1640.00 (	P I	Authorized to be char	ged to deposit account
Street Address: BARNES & THOR	NBURG	8. Deposit account number:	
11 SOUTH MERIDIAN STREET		10-0435	
City: INDIANAPOLIS Stat	e: <u>IN</u> ZIP: <u>46204</u>	(Attach duplicate copy of this	page if paying by deposit account)
Statement and signature.	DO NOT I	ISE THIS SPACE	
To the best of my knowledge and be of the original document.	lief, the foregoing informa	ation is true and correct and a	ny attached copy is a true copy
RICHARD A. REZEK	Kidi	and U. Klack	13 December 2002
Name of Person Signing Total number of	of pages including cover sh	Signature Cet, attachments, and document	Date

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

# Schedule A

Family	Title	Patent #	Issued	B&T
Matter				
CO-807	TOILET SEAT FOR A CHILD	D346206	34443	71968
CO-828	BATHTUB SPOUT COVER	4709429	12/1/1987	72005
CO-829	CHILD-PROOF OUTLET COVER	4671587	6/9/1987	72007
CO-765	BATH SEAT	5158460	10/27/1992	72045
CO-835	EYE SHIELD	D326555	6/2/1992	72050
CO-842	PACIFIER SHIELD WITH BASEBALL MOTIF	D357539	4/18/1995	72059
CO-844	PACIFIER SHIELD WITH GOLF BALL MOTIF	D356159	3/7/1995	72065
CO-846	PACIFIER SHIELD WITH FOOTBALL MOTIF	D355965	2/28/1995	72070
CO-849	PACIFIER SHIELD WITH BASKETBALL MOTIF	D355966	2/28/1995	72076
CO-853	PACIFIER SHIELD WITH TENNIS BALL MOTIF	D356157	3/7/1995	72082
CO-855	PACIFIER SHIELD WITH SOCCER BALL MOTIF	D356158	3/7/1995	72087
CO-859	TEETHER (BASKETBALL MOTIF)	D345215	3/15/1994	72093
CO-860	TEETHER (FOOTBALL MOTIF)	D345216	3/15/1994	72094
CO-861	TEETHER (BASEBALL MOTIF)	D345214	3/15/1994	72095
CO-862	TOILET TRAINING UNIT FOR A CHILD	D345202	3/15/1994	72096
CO-864	BABY TEETHER TOY (STEGOSAURUS)	D349345	8/2/1994	72098
CO-865	BABY TEETHER TOY (TRICERATOP)		8/2/1994	72099
CO-866	BABY TEETHER TOY (TYRANNOSAURUS REX)	D351471	10/11/1994	72100
CO-868	COMBINED TRANSMITTER FOR CHLDREN MONITORING AND BASE THEREFOR	D344906	3/8/1994	72103
CO-869	RECEIVER FOR CHILDREN MONITORING	D344907	3/8/1994	72104
CO-870	CHILD SECURITY GATE	D355261	2/7/1995	72105

Report Print Date: 12/13/2002

Page 1 of 2

# Schedule A

Family	<u>Title</u>	Patent #	Issued	B&T
Matter				
CO-871	ACTIVITY TOY	D349310	8/2/1994	72106
CO-876	BED SIDE RAILS	5519905	5/28/1996	72111
CO-878	TEETHER	D356642	3/21/1995	72114
	(CHOCOLATE	!		
	COVERED COOKIE)			
CO-879	TEETHER	D357540	4/18/1995	72115
	(CHOCOLATE CHIP)			
CO-880	TEETHER	D357983	5/2/1995	72116
	(DOUGHNUT)			
CO-881	TEETHER (ICE	D362915	10/3/1995	72117
	CREAM CONE)			
CO-883	MONITOR WRIST	D359700	6/27/1995	72120
	RECEIVER			
CO-884	BABY MONITOR	D365562	12/26/1995	72128
	TRANSMITTER			
CO-885	INFANT BATHTUB	D360933	8/1/1995	72129
CO-886	DIAPER PAIL	D355060	1/31/1995	72130
CO-887	BED SIDE RAIL	D365476	12/26/1995	72133
CO-888	BABY MONITOR	D355385	2/14/1995	72134
	RECEIVER			
CO-891	COMBINATION	D374125	10/1/1996	72137
	HOOK-ON HIGH			
	CHAIR AND			
	BOOSTER SEAT			
CO-893	DIAPER PAIL	5520303	5/28/1996	72140
CO-894	SAFETY BARRIER	4852194	8/1/1989	72141
	FOR SMALL			
	CHILDREN			
CO-897	BABY MONITOR	D383688	9/16/1997	72144
	TELEVISION			
	RECEIVER			
CO-898	BABY MONITOR	D385571	10/28/1997	72145
	TELEVISION			
	CAMERA	1		
CO-899	SAFETY GATE	5829505	11/3/1998	72146
CO-902	CHILD'S RIDING TOY	D403715	1/5/1999	72149
CO-904	BABY WALKER	D417417	12/7/1999	72151
	DESIGN			

Report Print Date: 12/13/2002

Page 2 of 2



NO. 35-1954636 (M) NO. 35-1851471 (M) NO. 04-2836423 (S)

# The Commonwealth of Massachusetts

#### William Francis Galvin

Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

031 052 032

## ARTICLES OF THE MERGER

(General Laws, Chapter 156B, Section 79)

Zanishi zwaxX `merger of	Cosco. Inc. and Infantino, Inc.
	(both Indiana Corporations) Wolfer
	with
	Safety lst, Inc.
	(a Massachusetts Corporation)
	the constituent corporations, into
	Safety lat, Inc.
**************************************	nt corporations organized under the laws of Massachusetts
The undersigned officers of each of the con-	stituent corporations certify under the penalties of perjury as follows:

- 1. An agreement of Xanashidatian merger has been duly adopted in compliance with the requirements of General Laws. Chapter 1568, Section 79, and will be kept as provided by Subsection (c) thereof. The Xanashidatek
- "nurviving corporation will furnish a copy of mid agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.
- 2. The effective date of the 'commissions' 'merger determined pursuant to the agreement of 'Antalagasta' 'merger shall be the date approved and filed by the Secretary of the Commonwealth. If a letter effective date is desired, specify such date which shall not be more than thirty days after the date of filing:

July 2 , 2001

#### 3. (For a merger)

"The following amendments to the Articles of Organization of the nurviving corporation have been effected pursuant to the agreement of mergen

- The name of the surviving corporation will be: Dorel Juvenile Group, Inc.
- 2) See Attachment A, Article II and Article VI.

#### (For a consolidation)

Since the total number of shares and the par value, if any, of each class of stock which the resulting corporation authorized to issue:

WII	HOUTPARVALUE		WITHPARVALUE	
TYPE	NUMBEROFSHARES	TYPE	NUMBER OF SHARES	ARVALUE
Common:		Соттол:		
			/	
Preferred:		Preferred:		

er(c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

\*\*(d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

er(e) Other lawful provisions if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockhold ers, or of any class of stockholders:

- 4. The information contained in Item 4 is not a permanent part of the Articles of Organization of the Asserting of Surviving Corporation.
- (a) The street address of the Xamakingxix surviving corporation in Massachusetts is: (post office boxes are not acceptable)
  45 Dan Road, Canton Commerce Center, Canton, MA 02021

N.	IAME	RESIDENTIALADDRESS	officer of the Amazon surviving corporation is:  POST OFFICE ADDRESS
telidant:	78.77 ° ° ° ° ° ° ° ° ° ° ° ° ° ° ° ° ° °	Annual officers of the second section of the second	1 001 GITTELLED RESI
ceasurer:	See Attachmer	nt. B.	
Clerk:			
Directors.			
) The fiscal y	ear end (i.e. tax year) of	the Resolvings 'surviving corporation	n shall end on the last day of the month of Dacembe
The name	and business address of t	the resident agent, if any, of the Year	white X surviving corporation is:
	Corporati 84 State S	ion Service Company treet	
	Boston, MA		
			-
	/		
		Control of Control	Dorel Juvenila Group, Inc.
orpanistica d	egitized under the laws		f (f/k/a Safety 1st, Inc.) the pending of perjusy that the address of
corporation of	egitized under the laws	of Massachusens, further state under	f (f/k/a Safetv lst. Inc.)
	replicated under the line manager has been than your refers. China 17	of Messachusers, further state under executed on behalf of such corporation	f (f/k/a Safety 1st, Inc.) the pending of perjusy that the address of
corporation of	replicated under the line manager has been than your refers. China 17	of Messachusers, further state under executed on behalf of such corporation	f (f/k/a Safety 1st, Inc.) the penalties of perjusy that the subsence of a and duly approved in the manner required by
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NAME		ficer of the sursiving corporation is:
erident:	RESIDENTIALADDRESS	POST OFFICE ADDRESS
	C. Abbrech and T.	
easurer:	See Attachment B.	
lerk:		
irectors:		
•		
The fiscal year and (i	i.e. rax year) or the ************ "surviving corporation sh	hall end on the last day of the month of. Decen
The name and busin	ess address of the resident agent, if any, of the Manusch	aging surviving corporation is:
	ion Service Company, 84 State Street,	•
	, , , , , , , , , , , , , , , , , , ,	, = 555500, 121 5215.
OR MASSACHUSETTS	CORPORATIONS	
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Nick Costides  Nick Costides  Nick Research  Jonathan Byro  Presearch  Laws, Chapter 12  Nick Costides  Nick Costides  Appendiction 12  Nick Costides  Appendiction 12  Indiana  The undersigned, † P	special Clerk And The first of Massachusers, further state under the law of Massachusers, further state under the law being daily executed on behalf of such corporation as 568, Section 78.  See attached for signature  Topical Section 18.  See attached for signature  The first of the Than Massachusers and the state under the penalties of the first of the first of the manner required by the first of the first of the manner required by the first of the first	Expendities of perjury that the agreement of and duly approved in the manner required by  President XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
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	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
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inectors:		
: T. • T.	N.	
A september of the sept		
c) the fiscal year end (i.e. tax ye	ear) of the resulting I surviving corporation state	Ill end on the last day of the month of:
d) The name and business address	ss of the resident agent, if any, of the resulting	g / "surviving corporation is:
tem 5 below may be deleted	If the resulting/surviving perporation is o	rganized under the laws of Massachusetts
rovided in Chapter 181.	KATIONS	
comperation organized ander the consolidation / magner has been	e President and *Clerk / *Assistant Clerk of	d duly approved in the manner required by
comperation organized ander the consolidation / magner has been	laws of Massachusetts, further state under the duly executed on behalf of such corporation and	duly approved in the manner required by
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conporation organized when the consolidation / "magner has been enemi Laws, Chapter 156B, Seen	laws of Massachuserra, further state under the duly executed on behalf of such corporation and on 78.	duly approved in the manner required by  President / *Vice President  , *Clerk / *Assistant Clerk
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conperation organized under the consolidation / *memor has been inneral Laws, Chapter 156B, Security of the Corporations organized or Corporations organized for the undersigned, the Linear Li	laws of Massachuserta, further state under the duly executed on behalf of such corporation and on 78.  ZED IN A STATE OTHER THAN MASSACHUMENT and †† Second the penalties of further state under the penalties of	President / "Vice President , "President / "Vice President , "Clerk / "Assistant Clerk SETTS  Tetary  a corporation organized under the laws of perjury that the agreement of School School Services
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(b) The name, residential address and post	office address of each director	and officer of the *resulting / *surviving corporation on is:
NAME President	RESIDENTIALADDRESS	POST OFFICE ADDRESS
Treasurer:		
Clerk		
Directors:		New Control
(c) The fiscal year end (i.e. tax year) of th	e *resulting / "surviving corpor	ration shall end on the last day of the month of:
(d) The name and business address of the		
Item 5 below may be deleted if the	resulting/surviving corporate	ion is organized under the laws of Massachusetts.
obligation of any constituent Massachusett under General Laws, Chapter 181, and at obligation created by General Laws, Chapter in the Commonwealth of Massachusetts, at accept service of process in any action for provided in Chapter 181.  FORMASSACHUSETTS CORPORATION  The undersigned "President," Vice President of Pr	es corporation any prior obliga- ny ob ligations hereafter incurred or 156B. Section 85, so long as and in ligation incorporably appoint of the enforcement of any such one and "Clerk / "Assistant Cle- Massachusetts, further state up	d in the Commonwealth of Massachusens for any prior ation of any constituent foreign corporation qualified d by the "resulting / "surviving corporation, including the sany liability remains outstanding against the corporation as the Secretary of the Commonwealth as its agent to obligation, including taxes, in the same manner as
General Laws, Chapter 1766, Schioli 76.		, *President / *Vice President
		, salari, salari
		, "Clerk / "Assistant Clerk
FOR CORPORATIONS ORGANIZED IN	A STATE OTHER THAN MA	SSACHUSETTS
The undersigned, † President	2.0	d †† Secretary
of Infantino, Inc.		, a corporation organized under the laws of
Indiana	, further state under the p	enalties of perjury that the agreement of Russialidations of
•merger has been duly adopted by such co	orporation in the manner requi	ired by the laws ofIndiana
"Delets the imapplicable words. †Specify the officer having powers and dustes to those of the president or vis.: """ident of a learngration organized under General Lews, ChaftSpecify the officer having powers and duster as the clock or assistant clerk of such a Massach	Mattachusetti kik ipter 1868. corresponding	artin Schwartz, President

IN WITNESS WHEREOF, this Agreement, having first been duly approved by resolutions of the respective Board of Directors of each corporation and approved by their respective shareholders is hereby executed on behalf of each of Cosco, infantino and Safety by their respective officers, all as of the date first above written.

803831.5

My Jan

#### Attachment A

#### **DESCRIPTION OF AMENDMENTS TO ARTICLES OF ORGANIZATION**

ARTICLE II is hereby amended by deleting all language contained therein, and inserting in place thereof, the following:

To engage in any lawful activity for which corporations may be organized under the Massachusetts Business Corporation Law, including, but not limited to, the manufacture of various juvenile products, ready-to-assemble furniture, and home furnishings.

ARTICLE VI is hereby amended by deleting all language contained therein, and inserting in place thereof, the following:

- Rights to Indemnification and Advancement of Expenses.
- (a) The Corporation shall indemnify as a matter of right every person made a party to a proceeding because such person is or was
  - (i) a member of the Board of Directors of the Corporation,

(ii) an officer of the Corporation, or

(iii) while a director or officer of the Corporation, serving at the Corporation's request as a director, officer, partner, member, manager, trustee, employee, or agent of another foreign or domestic corporation, partnership, limited liability company, joint venture, trust, employee benefit plan, or other enterprise, whether for profit or not,

(each an "Indemnitee") against all liability incurred by such person in connection with the proceeding; provided that it is determined in the specific case that indemnification of such person is permissible in the circumstances because such person has met the standard of conduct for indemnification specified in the Massachusetts Business Corporation Law ("BCL"). The Corporation shall pay for or reimburse the reasonable expenses incurred by an Indemnitee in connection with any such proceeding in advance of final disposition thereof in accordance with the procedures and subject to the conditions specified in the BCL. The Corporation shall indemnify as a matter of right an Indemnitee who is wholly successful, on the merits or otherwise, in the defense of any such proceeding, against reasonable expenses incurred by the Indemnitee in connection with the proceeding without the requirement of a determination as set forth in the first sentence of this paragraph.

- (b) Upon demand by a person for indemnification or advancement of expenses, as the case may be, the Corporation shall expeditiously determine whether the person is entitled thereto in accordance with this Article VI and the procedures specified in the BCL.
- (c) The indemnification provided under this <u>Article VI</u> shall apply to any proceeding arising from acts or omissions occurring before or after the adoption of this <u>Article VI</u>.
- Other Rights Not Affected. Nothing contained in this Article VI shall limit or preclude the exercise or be deemed exclusive of any right under the law, by contract or otherwise, relating to indemnification of or advancement of expenses to any individual who is or was a director, officer, employee or agent of the Corporation, or the ability of the Corporation to otherwise indemnify or advance expenses to any such individual. It is the intent of this Article VI to provide indemnification to directors and officers to the fullest extent now or hereafter permitted by law consistent with the terms and conditions of this Article VI. Therefore, indemnification shall be provided in accordance with this Article VI irrespective of the nature of the legal or equitable theory upon which a claim is made, including without limitation negligence, breach of duty, mismanagement, corporate waste, breach of contract, breach of warranty, strict liability, violation of federal or state securities laws, violation of the Employee Retirement Income Security Act of 1974, as amended, or violation of any other state or federal laws, subject to the conditions specified in the BCL.

## Attachment B

The name, residential address and post office address of each officer and director of the surviving corporation are:

Title	Name	Residential Address	Post Office Address
President	Nick Costides	4509 Heatherwood Blvd.	2525 State Street
		Greenwood, Indiana 46143	Columbus, Indiana 47201
Treasurer	Donald March	4574 Silver Hill Drive	2525 State Street
		Greenwood, Indiana 46142	Columbus, Indiana 47201
Clerk	Jonathan	4923 E. Windsor Lane	2525 State Street
(Secretary)	Reynolds	Columbus, Indiana 47201	Columbus, Indiana 47201
Director	Martin Schwartz	9 Roxborough Avenue	1255 Greene Avenue,
•		Westmount Quebec	Suite 300
		H3Y 1M1	Westmount, Quebec
			H3Z 2A4
Director	Jeffrey Schwartz	424 Russell Hill Road	1365 Midway Blvd.,
		Toronto, Ontario M5P 2S3	Unit 27, Stc. 100
			Mississauga, Ontario
			L5T 2J5

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### THE COMMONWEALTH OF MASSACHUSETTS

# ARTICLES OF MERGER (General Lawn, Chapter 1568, Section 79)

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Syllen Frening Bolich

WILLIAM FRANCIS GALVIN

A TRUE COPY ATTEST

CIPLE TO BALLY

WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH

DATE TO CLERK

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TO BE FILLED IN BY CORPORATION Photocopy of document to be sent to:

		HACKMAN.		
LCA	miller,	One Ame	rican so	uare
Box	82001,	Indianap	olla, IN	46282
Totaphana	(317)	239-328	<u> </u>	

**RECORDED: 12/18/2002** 

THE REPORT OF THE PROPERTY OF