

03-07-2003

FORM PTO-1595

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

M&amp;G- 8338.00001



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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

102383467

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

1. Name of conveying party(ies):

Lund Industries, Incorporated

3503

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

Lund International, Inc.  
911 Lund Boulevard, Suite 100  
Anoka, Minnesota 55303-1090Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ NoAdditional name(s) & address(es) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☐

Assignment

☒

Merger

☐

Security Agreement

☐

Change of Name

☐

Other:

Execution Date: February 27, 2003

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)

See Schedule A

B. Patent No.(s)

See Schedule B

Additional numbers attached? ☒ Yes ☐ No

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

Name: Dennis R. Daley  
Address: Merchant & Gould P.C.  
P.O. Box 2903  
Minneapolis, MN 55402-0903

6. Total number of applications and patents involved: 32

7. Total fee (37 CFR 3.41): \$1,280.00

☐ Enclosed☒ Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Dennis R. Daley

Name of Person Signing

Signature

February 28, 2003

Date

Total number of pages including cover sheet, attachments, and document: 5

Do not detach this portion

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

Box Assignments  
Director - U.S. Patent and Trademark Office  
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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PATENT  
REEL: 013835 FRAME: 0221

## SCHEDULE A

### Serial No.

09/873,966  
09/775,187  
29/136,557  
09/925,611  
29/163,837  
29/161,579  
29/161,580  
10/210,784

## **SCHEDULE B**

### **Patent No.**

Des. 312,238  
5,108,142  
Des. 316,391  
5,018,779  
Des. 328,274  
5,112,095  
5,755,483  
6,027,156  
5,130,906  
4,883,139  
Re. 34,907  
Des. 329,630  
Des. 355,399  
Des. 382,237  
6,367,860  
5,860,691  
5,988,728  
Des. 399,817  
Des. 399,468  
4,556,931  
Des. 413,846  
6,126,229  
Des. 424,477  
5,971,469

FROM LEONARD STREET & DEINARD

(THU) 2.27'03 7:49/ST. 7:45/NO. 4261040214 P 23

**CERTIFICATE OF MERGER  
OF  
LUND INDUSTRIES, INC.,  
LUND ACQUISITION CORP.  
AND  
LUND INTERNATIONAL, INC.**

In accordance with Section 252 of the General Corporation Law of the State of Delaware (the "Delaware GCL"), and Section 302A.615 of the Minnesota Business Corporation Act (the "MBCA"), the undersigned officers of Lund International, Inc., a Delaware corporation, Lund Industries, Inc., a Minnesota corporation, and Lund Acquisition Corp., a Minnesota corporation (together, the "Constituent Corporations"), do hereby make and execute this Certificate of Merger.

**ARTICLE I**

Constituent Corporations and Surviving Corporation

The names of the constituent corporations in the merger (the "Merger") are Lund International, Inc., Lund Industries, Inc., and Lund Acquisition Corp.

The Surviving Corporation is Lund International, Inc.

**ARTICLE II**

Approval of the Merger

The Agreement and Plan of Merger by and among the parties dated February 27, 2003, has been approved, adopted, certified, executed and acknowledged by the boards of directors and stockholders of each of the Constituent Corporations, in accordance with Section 252 of the Delaware GCL and Section 302A.613 of the MBCA.

**ARTICLE III**

Effective Date

The Merger shall be effective on February 27, 2003, following the filing of this Certificate of Merger with the offices of the Delaware Secretary of State and the Minnesota Secretary of State, pursuant to the Delaware GCL and the MBCA.

**ARTICLE IV**

Amendment of Certificate of Incorporation

Following the Merger, the Certificate of Incorporation of Lund International, Inc. shall be the Certificate of Incorporation of the surviving corporation.

730590v1

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:35 AM 02/27/2003  
030128454 - 3586847

## ARTICLE V

### Agreement and Plan of Merger

The Merger shall be effectuated pursuant to the Agreement and Plan of Merger, which is filed herewith with the Minnesota Secretary of State and shall remain on file at the offices of Lund International, Inc., at 911 Lund Boulevard, Suite 100, Anoka, MN 55303. A copy of the Agreement and Plan of Merger shall be furnished by the surviving corporation upon request and without cost, to any stockholder of ~~either~~<sup>any</sup> of the Constituent Corporations.

## ARTICLE VI

### Consent to Service of Process

Lund International, Inc., as the Surviving Corporation, hereby agrees that it may be served with process in the State of Minnesota in a proceeding for the enforcement of an obligation of a constituent organization and in a proceeding for the enforcement of the rights of a dissenting shareholder of a constituent corporation against Lund International, Inc.

Lund International, Inc. hereby irrevocably appoints the Secretary of State of the State of Minnesota as its agent to accept service of process in any proceeding. Any such process may be forwarded to Lund International, Inc., Attention Carole Grossman, 911 Lund Boulevard, Suite 100, Anoka, MN 55303.

Lund International, Inc. hereby agrees that it will promptly pay to the dissenting Shareholders of each domestic constituent corporation the amount, if any, to which they are entitled under Minnesota Statutes Section 302A.473.

IN WITNESS WHEREOF, each of the Constituent Corporations has caused this Certificate of Merger to be signed by its officer thereunto duly authorized this 27 day of February, 2003.

LUND INTERNATIONAL, INC.

By: 

Dennis Vollmershausen  
President and Chief Executive Officer

LUND INDUSTRIES, INCORPORATED

By: 

Dennis Vollmershausen  
President and Chief Executive Officer

LUND ACQUISITION CORP.

By: 

Dennis Vollmershausen  
President and Chief Executive Officer