

AGG.2-95304502

Form PTO-1595  
1-31-92U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office**RECORDATION FORM COVER SHEET  
PATENTS ONLY**

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

1. Name of conveying party(ies): <b>Austin Hardware, Inc.</b> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Name: <b>Allegis Corporation</b>  Internal Address:  Street Address: <b>P.O. Box 49007</b>  City: <b>Minneapolis</b> State <b>MN</b> Zip <b>55440-0007</b>  Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of Conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> <b>Change of Name</b> <input type="checkbox"/> Other <b>Execution Date: 8/24/2001</b>	
4. Application number(s) or patent number(s): If this document is being filed with a new application, the execution date of the application is:  A. Patent Application No.(s)  B. Patent No.(s) <b>6,532,778 B2</b>  Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: <b>Edwin E. Voigt II</b> <b>VIDAS, ARRETT &amp; STEINKRAUS, P.A.</b> <b>Suite 2000</b> <b>6109 Blue Circle Drive</b> <b>Minnetonka, MN 55343-9131</b>	6. Total number of applications and patents involved: 7. Total fee (37 CFR 3.41): <b>\$40.00</b> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> <b>Charge Credit Card, PTO-2038 Form is attached</b> <input checked="" type="checkbox"/> <b>Any fee deficiency is authorized to be charged to deposit account</b>
	8. Deposit Account Number: <b>22-0350</b> (Attach duplicate of this page if paying by deposit account)

**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.*

Edwin E. Voigt II

Signature

Date

Total number of pages including cover sheet, attachments, and document: 6

OMB No. 0651-011 (exp. 4/94)

**Do not detach this portion**

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

**Commissioner of Patents and Trademarks**  
**Mail Stop Assignment Recordation Services**  
**P.O. Box 1450****Alexandria, VA 22313-1450****FACSIMILE: 571-273-0140 (Recordation)**

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**AMENDED & RESTATED  
ARTICLES OF  
OF  
AUSTIN HARDWARE, INC.**

Austin Hardware, Inc., a corporation organized and existing under the laws of the State of Minnesota and pursuant to the provisions of Chapter 302A of the Minnesota Statutes, does hereby certify as follows:

- 1. The name of the corporation is Austin Hardware, Inc.
- 2. The Articles of Incorporation are amended, in part, to read as follows:

**ARTICLE I  
Name of Corporation**

The name of the corporation is ALLEGIS CORPORATION.

KB

**ARTICLE III  
Authorized Capital**

The total authorized number of shares of this corporation shall be thirty thousand (30,000) shares and par value shall be one cent (\$0.01) per share. The amended par value shall be effective as to all shares of stock that have been issued by this corporation. Unless otherwise established by the Board of Directors, all shares of this corporation shall be common shares entitled to vote and shall be of one class and one series having equal rights and preferences in all matters. The Board of Directors shall have the power to issue more than one class or series of shares and to fix the relative rights and preferences of any such different classes or series.

**ARTICLE VI  
Board of Directors**

7.1 The business and affairs of this corporation shall be managed by or under the direction of a Board of Directors.

7.2 The Board of Directors shall initially consist of no less than one (1) member, and no more than seven (7) members.

7.3 The Board of Directors may, from time-to-time, by the affirmative vote of a majority of its members present at a meeting, adopt, amend or repeal all or any of the Bylaws of this corporation subject to the power of the shareholders exercisable in the manner provided by law to adopt, amend or repeal Bylaws adopted, amended or repealed by the Board of Directors; except that after the adoption of the initial Bylaws, the Board of Directors shall not adopt, amend or repeal a Bylaw fixing a quorum for meetings of shareholders, prescribing procedures for removing directors or filling vacancies in the Board of Directors, or fixing the number of directors or their

classifications, qualifications, or terms of office, but the Board of Directors may adopt or amend a Bylaw to increase the number of directors.

7.4 Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors required to take the same action at a meeting of the Board of Directors at which all directors are present.

7.5 No director shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as director, except that a director may be liable:

7.5.1 for any breach of the director's duty of loyalty to the corporation or its shareholders;

7.5.2 for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;

7.5.3 for failing to vote against or for consenting in writing to a distribution made either in violation of the laws of this State or a restriction contained in the Articles, By Laws, or an Agreement of the corporation and failing to act in good faith with the best interests of the corporation in mind;

7.5.4 for violating the laws of this State in the sale or purchase of a security;

7.5.5 for any transaction from which the director derived an improper personal benefit; or

7.5.6 for any act or omission occurring prior to the date when the provision in the Articles eliminating or limiting liability becomes effective.

#### **ARTICLE VIII** *Purpose of Corporation*

The corporation is formed for general business purposes.

#### **ARTICLE IX** *Bylaws*

The Board of Directors may, from time to time, by the affirmative vote of a majority of its members present at a meeting, adopt, amend or repeal all or any of the Bylaws of this corporation subject to the power of the shareholders exercisable in the manner provided by law to adopt, amend or repeal Bylaws adopted, amended or repealed by the Board of Directors; except that after the adoption of the initial Bylaws, the Board of Directors shall not adopt, amend or repeal a Bylaw fixing a quorum for meetings of shareholders, prescribing procedures for removing directors or filling

vacancies in the Board of Directors, or fixing the number of directors or their classifications, qualifications, or terms of office, but the Board of Directors may adopt or amend a Bylaw to increase the number of directors.

**ARTICLE X**  
*Preemptive Rights*

No shareholder shall have any preemptive rights to subscribe for, purchase or acquire any shares of any class of capital stock of this corporation; whether unissued or treasury shares or whether now or hereafter authorized, or any obligations or other securities convertible into or exchangeable for such shares, and to the extent permitted by law all such shares, obligations or other securities convertible into or exchangeable for such shares may be issued and disposed of by the Board of Directors on such terms and for such consideration as the Board of Directors, in its sole discretion, may determine.

**ARTICLE XI**  
*Cumulative Voting*

No shareholder shall have the right to cumulate votes in any election of directors of this corporation.

**ARTICLE XII**  
*Indemnification of Directors, Officers, Employees, and Agents*

Directors, officers, employees and agents of this corporation shall be indemnified to the maximum extent permitted by the Minnesota Business Corporations Act, for expenses and liabilities arising by reason of their position with, or by acts in such capacities on behalf of this corporation.

3. This Amendment of the Articles of Incorporation of Austin Hardware, Inc. has been adopted by the shareholders and directors of the corporation pursuant to Chapter 302A of the Minnesota Business Corporation Act.

I certify that I am authorized to execute this amendment, and I further certify that I understand that by signing this amendment I am subject to the penalties of perjury as set forth in §609.48, as if I had signed this amendment under oath.



Christopher J. Schulte

7902109

STATE OF MINNESOTA  
DEPARTMENT OF STATE

FILED

AUG 24 2001



*Thomas J. Hagan*  
PATENT

ALLEGIS CORP

Fax: 1702814725

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RECORDED: 09/29/2005