

**PATENT ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/30/1990

**CONVEYING PARTY DATA**

Name	Execution Date
Specialty Manufacturing Co., Inc.	11/29/1990

**RECEIVING PARTY DATA**

Name:	The Ellison Company, Inc.
Street Address:	10200 Pineville Road
City:	Pineville
State/Country:	NORTH CAROLINA
Postal Code:	28134

**PROPERTY NUMBERS Total: 2**

Property Type	Number
Patent Number:	4956630
Patent Number:	4983949

**CORRESPONDENCE DATA**

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ATTORNEY DOCKET NUMBER:	5310.572
NAME OF SUBMITTER:	Myra T. Askins-Sullivan

Total Attachments: 5

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**PATENT  
 REEL: 017823 FRAME: 0059**

**OP \$80.00 4956630**

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 SECRETARY OF STATE  
 NORTH CAROLINA

MERGER

THE ELLISON COMPANY, INC.  
 SPECIALTY MANUFACTURING COMPANY, INC.  
 ELLISON PROPERTIES GROUP, INC.,  
 and  
 PIONEER HEDDLE AND REED COMPANY, INCORPORATED  
  
 INTO  
 ALUMINUM PRODUCTS COMPANY

These Articles of Merger provide for the merger of The Ellison Company, Inc. ("Ellison") and its wholly owned subsidiaries: Specialty Manufacturing Company, Inc. ("Specialty"), Ellison Properties Group, Inc. ("Properties"), Pioneer Heddle and Reed Company, Incorporated ("Pioneer") and Aluminum Products Company ("Aluminum"). All of the foregoing corporations are corporations organized under the laws of North Carolina except Pioneer, which is a corporation organized under the laws of Georgia.

As the surviving corporation, Aluminum hereby submits these Articles of Merger for the purpose of merging Ellison, Specialty, Properties and Pioneer with and into it:

1. This merger is permitted under the laws of North Carolina and Georgia, and the Plan of Merger attached as Annex 1 was duly approved in the manner prescribed by law by the board of directors and shareholders of each of the corporations participating in the merger.

2. As to each of the corporations participating in the merger, the designation and number of shares outstanding of, and the number of votes entitled to be cast by, each voting group entitled to vote separately on the Plan of Merger, and the total number of votes cast for or against the Plan of Merger by those voting groups, were as follows:

(a) The Ellison Company, Inc.:

<u>Designation of Voting Group</u>	<u>Number of Shares Outstanding</u>	<u>Number of Votes Entitled to be Cast</u>	<u>Total Votes for the Plan</u>	<u>Total Votes Against the Plan</u>
Common Stock	4,404	4,404	4,404	-0-

(b) Specialty Manufacturing Company, Inc.:

<u>Designation of Voting Group</u>	<u>Number of Shares Outstanding</u>	<u>Number of Votes Entitled to be Cast</u>	<u>Total Votes for the Plan</u>	<u>Total Votes Against the Plan</u>
Common Stock	10,000	10,000	10,000	-0-

(c) Ellison Properties Group, Inc.:

<u>Designation of Voting Group</u>	<u>Number of Shares Outstanding</u>	<u>Number of Votes Entitled to be Cast</u>	<u>Total Votes for the Plan</u>	<u>Total Votes Against the Plan</u>
Common Stock	500	500	500	-0-

(d) Pioneer Heddle and Reed Company, Incorporated:

<u>Designation of Voting Group</u>	<u>Number of Shares Outstanding</u>	<u>Number of Votes Entitled to be Cast</u>	<u>Total Votes for the Plan</u>	<u>Total Votes Against the Plan</u>
Common Stock	250	250	250	-0-

(e) Aluminum Products Company:

<u>Designation of Voting Group</u>	<u>Number of Shares Outstanding</u>	<u>Number of Votes Entitled to be Cast</u>	<u>Total Votes for the Plan</u>	<u>Total Votes Against the Plan</u>
Common Stock	49,166	49,166	49,166	-0-

3. The merger will become effective at 11:59 o'clock P.M. (EST) on November 30, 1990.

This the 29 th day of November, 1990.

ALUMINUM PRODUCTS COMPANY

By: 

John G. B. Ellison, Jr.  
Chairman of the Board of Directors

ANNEX 1

PLAN OF MERGER  
OF

THE ELLISON COMPANY, INC.  
SPECIALTY MANUFACTURING COMPANY, INC.  
ELLISON PROPERTIES GROUP, INC.,  
and  
PIONEER HEDDLE AND REED COMPANY, INCORPORATED  
INTO  
ALUMINUM PRODUCTS COMPANY

ARTICLE I.

Corporations Participating in Merger

The corporations participating in the merger are The Ellison Company, Inc. ("Ellison") and its wholly owned subsidiaries: Specialty Manufacturing Company, Inc. ("Specialty"), Ellison Properties Group, Inc. ("Properties"), Pioneer Heddle and Reed Company, Incorporated ("Pioneer") and Aluminum Products Company ("Aluminum"). All of the foregoing corporations are organized and existing under the laws of the State of North Carolina, except Pioneer, which is a corporation organized and existing under the laws of the State of Georgia.

This Plan of Merger provides for the merger of Ellison, Specialty, Properties and Pioneer (the "Merging Corporations") with and into Aluminum ("Surviving Corporation").

ARTICLE II.

Name of Surviving Corporation

After the merger, the name of the Surviving Corporation shall be THE ELLISON COMPANY, INC.

ARTICLE III.

Merger Terms and Conditions

A. In accordance with the Articles of Merger to be filed in the Office of the Secretary of State of North Carolina and in the Office of the Secretary of State of Georgia, the merger of the Merging Corporations with and into the Surviving Corporation will become effective at 11:59 o'clock P.M. (EST) on November 30, 1990 (such date and time is referred to herein as the "Effective Time").

B. At the Effective Time, the corporate existence of the Merging Corporations will be merged into the Surviving Corporation, and the corporate existence of the Surviving Corporation will continue. Except insofar as the same may be continued by law or to carry out the purposes of this Plan of Merger, and except as continued in and merged into the Surviving Corporation, the separate existence of the Merging Corporations shall cease as of the Effective Time and the Surviving Corporation shall be the successor of the Merging Corporations, and shall have and possess all of the rights, privileges, powers, immunities and franchises and all property of the Merging Corporations, and shall be responsible and liable for all debts, duties, contracts, liabilities and obligations of the Merging Corporations.

C. The Articles of Incorporation of Aluminum as of the Effective Time shall be the Articles of Incorporation of the Surviving Corporation until amended as provided by North Carolina law.

D. The bylaws of Aluminum as of the Effective Time shall be the bylaws of the Surviving Corporation until altered, amended, or repealed as provided therein.

E. The directors of Ellison as of the Effective Time shall be the directors of the Surviving Corporation until their successors are elected or appointed according to the bylaws of the Surviving Corporation.

F. The officers of Ellison as of the Effective Time shall be the officers of the Surviving Corporation until their successors are elected or appointed according to the bylaws of the Surviving Corporation.

#### ARTICLE IV.

##### Conversion and Exchange of Shares

As of the Effective Time, the shares of each of the corporations participating in the merger will be either converted or cancelled as follows:

A. Each share of common stock of Ellison outstanding as of the Effective Time shall automatically and without further action of the holder thereof be converted into one share of common stock of the Surviving Corporation. Each holder of a certificate representing shares to be converted and exchanged in the merger will surrender such certificate and after the Effective Time will be entitled to receive in exchange therefor a certificate or certificates representing the number of shares to which he is entitled under this Plan of Merger. Until so surrendered, each outstanding certificate that prior to the

Effective Time represented shares of Ellison will be deemed for all purposes to evidence ownership of the consideration to be issued for such shares under this Plan.

B. Each share of common stock of Aluminum outstanding as of the Effective Time shall be cancelled and no cash, securities or other property shall be paid or issued in respect thereof.

C. Each share of common stock of Specialty outstanding as of the Effective Time shall be cancelled and no cash, securities or other property shall be paid or issued in respect thereof.

D. Each share of common stock of Properties outstanding as of the Effective Time shall be cancelled and no cash, securities or other property shall be paid or issued in respect thereof.

E. Each share of common stock of Pioneer outstanding as of the Effective Time shall be cancelled and no cash, securities or other property shall be paid or issued in respect thereof.