

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/25/1992

**CONVEYING PARTY DATA**

Name	Execution Date
Scag Power Equipment, Inc.	09/25/1992

**RECEIVING PARTY DATA**

Name:	Metalcraft of Mayville, Inc.
Street Address:	1000 Metalcraft Drive
Internal Address:	Post Office Box 152
City:	Mayville
State/Country:	WISCONSIN
Postal Code:	53050

**PROPERTY NUMBERS Total: 1**

Property Type	Number
Patent Number:	4998948

**CORRESPONDENCE DATA**

Fax Number: (414)225-9753  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 414-225-9755  
 Email: docketing@boylefred.com  
 Correspondent Name: Boyle Fredrickson, S.C.  
 Address Line 1: 840 North Plankinton Avenue  
 Address Line 4: Milwaukee, WISCONSIN 53203

ATTORNEY DOCKET NUMBER:	864.000
NAME OF SUBMITTER:	Timothy E. Newholm

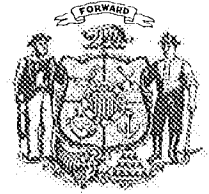
Total Attachments: 7  
 source=Plan of Merger and Articles of Merger (00246245)#page1.tif

**CH \$40.00 4998948**

**500847074**

**PATENT  
 REEL: 022610 FRAME: 0147**

source=Plan of Merger and Articles of Merger (00246245)#page2.tif  
source=Plan of Merger and Articles of Merger (00246245)#page3.tif  
source=Plan of Merger and Articles of Merger (00246245)#page4.tif  
source=Plan of Merger and Articles of Merger (00246245)#page5.tif  
source=Plan of Merger and Articles of Merger (00246245)#page6.tif  
source=Plan of Merger and Articles of Merger (00246245)#page7.tif



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Deputy Administrator  
Division of Corporate & Consumer Services  
Department of Financial Institutions

DATE: APR - 8 2009

BY: A handwritten signature in black ink, appearing to read "Patricia Weber".

---

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

SECRET  
SEP 23 12:00 PM  
111514# DCORP-MI 100.00

**PLAN OF MERGER AND  
ARTICLES OF MERGER OF**

**SCAG POWER EQUIPMENT, INC.,** 01 1523740  
**A Wisconsin Corporation**

**WITH AND INTO**

**METALCRAFT OF MAYVILLE, INC.,** 01 1M17636  
**A Wisconsin Corporation**

PLAN OF MERGER AND ARTICLES OF MERGER made and adopted as of this 18th day of September, 1992, in connection with the merger of Scag Power Equipment, Inc., a Wisconsin corporation (hereinafter "SCAG") with and into Metalcraft of Mayville, Inc., a Wisconsin corporation (hereinafter "METALCRAFT").

WHEREAS, METALCRAFT is a corporation duly organized and existing under and by virtue of the laws of the State of Wisconsin and is authorized to issue 4,000,000 shares of \$0.10 par value common stock, of which 1,789,599 shares have been duly issued and are now outstanding and is the owner of all of the issued and outstanding shares of the capital stock of SCAG; and

WHEREAS, the registered office of METALCRAFT is located at County Trunk V and Slag Road, City of Mayville, Dodge County, Wisconsin 53050, and Edwin A. Gallun, Jr. is the registered agent in charge thereof upon whom process against METALCRAFT may be served; and

WHEREAS, SCAG is a corporation duly organized and existing under and by virtue of the laws of the State of Wisconsin and is authorized to issue 2,800 shares of no par value common stock, of which 800 shares have been duly issued to and are now outstanding in the name of METALCRAFT; and

WHEREAS, the registered office of SCAG is located at W226 N900 Eastmound Drive, City of Waukesha, Waukesha County, Wisconsin 53186 and Dane T. Scag is the registered agent in charge thereof upon whom process against SCAG may be served; and

WHEREAS, the Board of Directors of METALCRAFT deems it advisable and to the advantage and welfare of the two corporate parties and to the shareholders that SCAG, a wholly owned subsidiary of METALCRAFT, merge with and into METALCRAFT under and pursuant to the provisions of Chapter 180 of the Wisconsin Statutes, and in particular §180.1104 thereof, and that said Board of Directors, by Consent Resolution, unanimously adopted this Plan of Merger and Articles of Merger and agreed and consented to the taking of all acts to be done pursuant to the terms hereof.

NOW, THEREFORE, in consideration of the premises and the benefits to be derived hereby, the Plan of Merger and Articles of Merger hereinafter set forth is hereby adopted:

1. Merger. SCAG shall be, and is hereby, merged with and into METALCRAFT.

2. Approval; Effective Date. This Plan of Merger and Articles of Merger has been approved in accordance with §180.1104

of the Wisconsin Statutes and shall become effective as of the close of business on September 30, 1992, the time of such effectiveness being hereinafter called the "Effective Date."

3. Surviving Corporation. METALCRAFT shall survive the merger herein contemplated and shall continue to be governed by the laws of the State of Wisconsin, and the separate corporate existence of SCAG shall cease forthwith upon the Effective Date.

4. Authorized Capital. Unless and until the same shall be changed in accordance with the laws of the State of Wisconsin, the authorized capital stock of METALCRAFT following the Effective Date shall be that stated in its Articles of Incorporation, as follows:

<u>Class</u>	<u>No. of Shares Authorized</u>	<u>No. of Shares Outstanding</u>	<u>Par Value Share</u>
Common	4,000,000	1,789,599	\$0.10

5. Articles of Incorporation. The Articles of Incorporation of METALCRAFT shall be the Articles of Incorporation of the surviving corporation following the Effective Date, provided that said Articles of Incorporation may be amended or repealed in accordance with the provisions thereof or as otherwise provided by law, which power to amend or repeal is hereby expressly reserved, and all rights or powers of whatever nature conferred in such Articles of Incorporation, herein or by law, upon any shareholder or director or officer of METALCRAFT or upon any other person whosoever is subject to this reserved power. Such Articles of Incorporation shall constitute the Articles of Incorporation of METALCRAFT

separate and apart from this instrument and may be separately certified as the Articles of Incorporation of METALCRAFT.

6. Bylaws. The bylaws of METALCRAFT shall be bylaws of METALCRAFT as the surviving corporation following the Effective Date provided that said bylaws may be amended or repealed in accordance with the provisions thereof.

7. Further Assurance of Title. If at any time METALCRAFT shall consider or be advised that any acknowledgments or assurances in law or other similar actions are necessary or desirable in order to acknowledge or confirm in and to METALCRAFT as the surviving corporation any right, title or interest in SCAG held immediately prior to the Effective Date, SCAG, by its last acting officers and directors, shall and will execute and deliver all such acknowledgments or assurances in law and do all things necessary or proper to acknowledge or confirm such right, title or interest in METALCRAFT as shall be necessary to carry out the purposes of this instrument, and METALCRAFT and the proper officers and directors thereof are fully authorized to take any and all such action in the name of SCAG or otherwise.

8. Retirement of SCAG Common Stock; Book Entries. The parties hereto acknowledge and agree that SCAG is a wholly owned subsidiary of METALCRAFT and as such, all of the issued and outstanding shares of common stock of SCAG are issued to and outstanding in the name of METALCRAFT. Therefore, upon the Effective Date

of this merger, the 800 issued and outstanding shares of the common stock of SCAG shall be canceled.

9. Directors and Officers. The directors and officers of the surviving corporation will be the same as the directors and officers of METALCRAFT immediately prior to the Effective Date, and said officers and directors shall serve in such capacity until their successors shall be duly elected and shall qualify.

IN WITNESS WHEREOF, this Plan of Merger and Articles of Merger has been made, executed and adopted by METALCRAFT in accordance with §180.1104 of the Wisconsin Statutes as of the date first set forth above.

METALCRAFT OF MAYVILLE, INC.

By: Edwin A. Gallun, Jr.  
Edwin A. Gallun, Jr., President

Attest: Diane Goodrich  
Diane Goodrich, Secretary

WRW/pcm:mom



Articles & Mergers

Merges: Scag Power Equipment, Inc. (Domestic)

Intro: Metalcraft of Mayville, Inc. (Domestic)  
(Snoovim)

Note

Mergers  
Effective  
9/30/92

STATE OF WISCONSIN  
FILED

SEP 25 1992 \$100.00

DOUGLAS LA FOLLETTE  
SECRETARY OF STATE

Atty. William R. West

Gibbs, Roper, Koots & Williams, S.C.

735 North Water Street

Milwaukee, Wisconsin 53702