

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT				
NATURE OF CONVEYANCE:	MERGER				
EFFECTIVE DATE:	12/31/2003				
CONVEYING PARTY DATA					
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>American Saw & Mfg. Company, Inc.</td> <td>12/23/2003</td> </tr> </tbody> </table>		Name	Execution Date	American Saw & Mfg. Company, Inc.	12/23/2003
Name	Execution Date				
American Saw & Mfg. Company, Inc.	12/23/2003				
RECEIVING PARTY DATA					
Name:	Irwin Industrial Tool Company				
Street Address:	8935 NorthPointe Executive Drive				
City:	Huntersville				
State/Country:	NORTH CAROLINA				
Postal Code:	28078				
PROPERTY NUMBERS Total: 1					
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Application Number:</td> <td>10202703</td> </tr> </tbody> </table>		Property Type	Number	Application Number:	10202703
Property Type	Number				
Application Number:	10202703				
CORRESPONDENCE DATA					
Fax Number:	8607243397				
Email:	gpajer@mccarter.com				
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>					
Correspondent Name:	McCarter & English, LLP				
Address Line 1:	185 Asylum Street				
Address Line 4:	Hartford, CONNECTICUT 06103				
ATTORNEY DOCKET NUMBER:	97309.00062				
NAME OF SUBMITTER:	Gail M. Pajer				
Total Attachments: 3 source=Certificate_of_Merger#page1.tif source=Certificate_of_Merger#page2.tif source=Certificate_of_Merger#page3.tif					

CH \$40.00 10202703

PATENT

CERTIFICATE OF OWNERSHIP AND MERGER

OF

AMERICAN SAW & MFG. COMPANY, INC.

a Massachusetts corporation

into

IRWIN INDUSTRIAL TOOL COMPANY

a Delaware corporation

It is hereby certified that:

1. Irwin Industrial Tool Company (hereinafter the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of each class of stock of American Saw & Mfg. Company, Inc. (hereinafter "AmSaw"), which is a business corporation of the State of Massachusetts.
3. The laws of the jurisdiction of organization of AmSaw permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges AmSaw into the Corporation.
5. The following is a copy of the resolutions adopted on December 22, 2003 by the Board of Directors of the Corporation to merge AmSaw into the Corporation:

RESOLVED, that the Board of Directors of the Corporation hereby approves the merger of AmSaw with and into the Corporation (the "Merger") pursuant to that certain merger agreement (the "Merger Agreement") and authorizes and consents to the transactions contemplated by the Merger Agreement; and

FURTHER RESOLVED, that the Merger Agreement be submitted to the shareholder of the Corporation for approval, with the Board of Directors' recommendation in favor of the Merger and the Merger Agreement; and

FURTHER RESOLVED, that, upon the approval of the shareholder of the Corporation of the Merger, the officers of the Corporation are, and each of them is, authorized and directed to execute, acknowledge and deliver the Merger Agreement and to execute, deliver, certify and file all such other agreements, instruments and documents, and to take or cause to be taken such further actions, in the name and on behalf of the Corporation, as they may deem necessary or

advisable to complete the transactions contemplated by the Merger Agreement and to carry into effect the intent and purpose of these resolutions, and that all actions heretofore taken by said officers in connection with the transactions herein described are ratified, approved and confirmed in all respects.

6. The merger is to become effective on December 31, 2003.

Executed on this 23rd day of December, 2003.

IRWIN INDUSTRIAL TOOL COMPANY

By: /s/ Dale L. Matschullat
Dale L. Matschullat,
Vice President-General Counsel
and Corporate Secretary

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AMERICAN SAW & MFG. COMPANY, INC.", A MASSACHUSETTS CORPORATION,

WITH AND INTO "IRWIN INDUSTRIAL TOOL COMPANY" UNDER THE NAME OF "IRWIN INDUSTRIAL TOOL COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2003, AT 6:47 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003.

2062093 8100M

080359705

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6479050

DATE: 03-26-08

RECORDED: 09/06/2012

PATENT
REEL: 028905 FRAME: 0337