

Form PTO-1595 (Rev. 06/04)

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To the Director of the U.S. Patent and Trademark Office. Please record the attached documents or the address(es) below..

1. Name of conveying party(ies)/Execution Date(s):

Codaco, Inc. 12-22-2008

Additional name(s) of conveying party(ies) attached?
attached? ☐ Yes ☒ No

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

NAME: Ameritherm, Inc.

ADDRESS: 39 Main Street
Scottsville, New York 14546

Additional name(s) & addresses(es) attached?

☐ Yes ☒ No

3. Name of Conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Government Interest Assignment
☐ Executive Order 9424, Confirmatory License
☐ Other

4. Application number(s) or patent number(s):

☐ This document is being filed together with a new application

A. Patent Application No.(s)

B. Patent No.(s)

7520600 6649888 6600142

6812445 6617557 6348679

Additional numbers attached? ☐ Yes ☒ No5. Name and address of party to whom
correspondence concerning document should be
mailed:

Name: Brian S. Rosenbloom
 Address: Rothwell, Figg, Ernst & Manbeck
 Suite 800
 Street Address: 607 14th St., N.W.
 City: Washington,
 State: D.C. Zip: 20005
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 Facsimile No.: 202/783-6031
 Email Address: PTO-PAT-EMAIL@rfem.com
 Attorney Docket No.: 2866-000

6. Total number of applications
and patents involved: 17. Total fee (37 CFR 3.41): . . . \$ 240.00

- ☐ Enclosed
☒ Authorized to be charged to deposit account
☐ None required (government interest not affecting title)

8. Deposit account number: 02-2135

Authorized User Name Brian S. Rosenbloom

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9. Signature.

Signature



Date

2012-12-19Brian S. Rosenbloom, Reg. No. 41,276

Name of Person Signing

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

CH \$240.00 022135 7520600

**CERTIFICATE OF MERGER
OF
CODACO, INC.
WITH AND INTO
AMERITHERM, INC.**

Under Section 252 of the General Corporation Law of the State of Delaware

The undersigned, for the purpose of merging a domestic corporation with and into a foreign corporation under the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations of the merger is as follows:

- (a) Ameritherm, Inc., a New York corporation; and
- (b) Codaco, Inc., a Delaware corporation.

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Ameritherm, Inc.

FOURTH: The Certificate of Incorporation of Ameritherm, Inc. shall be the Certificate of Incorporation of the surviving corporation, with no amendments or changes.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 39 Main Street, Scottsville, New York 14546.

SIXTH: A copy of the executed Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either of the constituent corporations.

SEVENTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of Codaco, Inc. as well as the enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General

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Corporation Law, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 39 Main Street, Scottsville, New York 14546.

EIGHTH: The merger shall be effective as of the date of filing.

IN WITNESS WHEREOF, this Certificate is signed as of December 22, 2008.

AMERITHERM, INC.


Richard Rosenbloom, CEO

CODACO, INC.


Richard Rosenbloom, Chairman

**CERTIFICATE OF MERGER
OF
CODACO, INC.
WITH AND INTO
AMERITHERM, INC.**

Under Section 904 of the Business Corporation Law

We, the undersigned, being respectively an authorized officer of Ameritherm, Inc., a corporation organized and existing under and by virtue of the laws of the State of New York, and an authorized officer of Codaco, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify:

1. The name of each constituent corporation is as follows:

(a) Ameritherm, Inc., a New York corporation; and

(b) Codaco, Inc., a Delaware corporation.

2. The surviving corporation is Ameritherm, Inc. ("Ameritherm"), which was incorporated in the State of New York on January 21, 1986 under the name of Cortland First Financial Corporation.

3. The Certificate of Incorporation of Codaco, Inc. ("Codaco") was filed with the Delaware Secretary of State on September 19, 2001. Codaco filed an application for authority to conduct business in the State of New York with the New York Secretary of State on November 11, 2002.

6. The merger shall be effective as of the filing of the Certificate of Merger.

7. The merger is permitted by the laws of the State of Delaware.

8. The merger was authorized by Ameritherm at a meeting of the directors of Ameritherm followed by the affirmative votes of holders of more than two-thirds of the outstanding shares of stock of Ameritherm entitled to vote thereon. The merger was authorized by Codaco at a meeting of the directors of Codaco followed by the affirmative votes of holders of a majority of the outstanding shares of stock of Codaco entitled to vote thereon.

IN WITNESS WHEREOF, this certificate has been signed as of December 22, 2008.

AMERITHERM, INC.


Richard Rosenbloom, CEO

CODACO, INC.


Richard Rosenbloom, Chairman

**CERTIFICATE OF MERGER
OF
CODACO, INC.
AND
AMERITHERM, INC.
INTO
AMERITHERM, INC.**

Under Section 904 of the Business Corporation Law

Nixon Peabody LLP
Clinton Square
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