

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4697910

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
WESKO SYSTEMS LIMITED	11/28/2014
RECEIVING PARTY DATA	
Name:	WESKO LOCKS LTD.
Street Address:	4570 EASTGATE PARKWAY
City:	MISSISSAUGA ON
State/Country:	CANADA
Postal Code:	L4W 3W6
PROPERTY NUMBERS Total: 6	
Property Type	Number
Patent Number:	6105405
Patent Number:	8596729
Patent Number:	8616031
Patent Number:	8746816
Patent Number:	9309692
Patent Number:	9309695
CORRESPONDENCE DATA	
Fax Number:	(703)720-7801
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	703-720-7800
Email:	IPGENERALTYC@SQUIREpb.COM, douglas.goldhush@squirepb.com, sonia.whitney@squirepb.com
Correspondent Name:	SQUIRE PB (NVA/DC OFFICE)
Address Line 1:	8000 TOWERS CRESCENT DRIVE
Address Line 2:	14TH FLOOR
Address Line 4:	VIENNA, VIRGINIA 22182-6212
ATTORNEY DOCKET NUMBER:	058921.00025
NAME OF SUBMITTER:	DOUGLAS H. GOLDHUSH
SIGNATURE:	/Douglas H. Goldhush/
DATE SIGNED:	11/17/2017

Total Attachments: 13

source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page1.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page2.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page3.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page4.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page5.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page6.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page7.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page8.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page9.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page10.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page11.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page12.tif
source=Amalgamation - Change of Name Wesko Systems Limited to Wesko Locks Ltd#page13.tif



Ministry of
Government Services

See also 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000, 1001, 1002, 1003, 1004, 1005, 1006, 1007, 1008, 1009, 1010, 1011, 1012, 1013, 1014, 1015, 1016, 1017, 1018, 1019, 1020, 1021, 1022, 1023, 1024, 1025, 1026, 1027, 1028, 1029, 1030, 1031, 1032, 1033, 1034, 1035, 1036, 1037, 1038, 1039, 1040, 1041, 1042, 1043, 1044, 1045, 1046, 1047, 1048, 1049, 1050, 1051, 1052, 1053, 1054, 1055, 1056, 1057, 1058, 1059, 1060, 1061, 1062, 1063, 1064, 1065, 1066, 1067, 1068, 1069, 1070, 1071, 1072, 1073, 1074, 1075, 1076, 1077, 1078, 1079, 1080, 1081, 1082, 1083, 1084, 1085, 1086, 1087, 1088, 1089, 1090, 1091, 1092, 1093, 1094, 1095, 1096, 1097, 1098, 1099, 1100, 1101, 1102, 1103, 1104, 1105, 1106, 1107, 1108, 1109, 1110, 1111, 1112, 1113, 1114, 1115, 1116, 1117, 1118, 1119, 1120, 1121, 1122, 1123, 1124, 1125, 1126, 1127, 1128, 1129, 1130, 1131, 1132, 1133, 1134, 1135, 1136, 1137, 1138, 1139, 1140, 1141, 1142, 1143, 1144, 1145, 1146, 1147, 1148, 1149, 1150, 1151, 1152, 1153, 1154, 1155, 1156, 1157, 1158, 1159, 1160, 1161, 1162, 1163, 1164, 1165, 1166, 1167, 1168, 1169, 1170, 1171, 1172, 1173, 1174, 1175, 1176,

Ontario

CERTIFICATE

This is to certify that these
articles are effective on

CERTIFICAT

Ceci certifie que les présents statuts entrent en vigueur le

1927005

DECEMBER 01 DECEMBRE 2014

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

ARTICLES OF AMALGAMATION STATUTS DE FUSION

Form 4
Business
Corporations
Act

Formule 4
Loi sur les
sociétés par
actions

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT):

[illegible]

- 2. The address of the registered office is:**
Adresse du siège social :

4570 Eastgate Parkway

Street & Number or R.R. Number & if Multi-Office Building give Room No. /
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

Mississauga

ONTARIO

L	4	W	3	W	6
---	---	---	---	---	---

Name of Municipality or Post Office /
Nom de la municipalité ou du bureau de poste

Postal Code/Code postal

3. Number of directors is: Fixed number OR minimum and maximum
 Nombre d'administrateurs : Nombre fixe OU minimum et maximum

4. The director(s) is/are: / Administrateur(s) :

First name, middle names and surname
Prénom, autres prénoms et nom de famille

Address for service, giving Street & No. or R.R. No., Municipality,
Province, Country and Postal Code

Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal

Resident Canadian
State 'Yes' or 'No'Résident canadien
Oui/Non

Gabriele Westwinkel

**4570 Eastgate Parkway
Mississauga, Ontario, Canada L4W 3W6**

Yes

Sybilla McLeod

**4570 Eastgate Parkway
Mississauga, Ontario, Canada L4W 3W6**

Yes

5. Method of amalgamation, check A or B
Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :



The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :



The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
WESKO LOCKS LTD.	1406697	2014	11	28
WESKO SYSTEMS LIMITED	573362	2014	11	28

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

The Corporation shall not be restricted by its articles from carrying on any business or businesses or from exercising any power or powers.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation shall be authorized to issue an unlimited number of shares of a class designated as Common Shares (the "Common Shares").

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The rights of the holders of the Common Shares include the rights

- (a) to vote at all meetings of shareholders;
- (b) subject to applicable law, to receive dividends in such amounts that the directors may at any time, or from time to time, determine; and
- (c) to receive the remaining property of the Corporation upon dissolution.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

No security holder of the Corporation shall be entitled to transfer registered or beneficial ownership of any security or securities of the Corporation without either

- (i) the consent of the holders of more than fifty per cent of the voting shares for the time being outstanding expressed by a resolution passed by the votes of the holders of more than fifty per cent of the voting shares for the time being outstanding at a meeting of the holders of the voting shares or by a resolution in writing signed by all the holders of the voting shares for the time being outstanding; or
- (ii) the consent of the directors of the Corporation expressed by a resolution passed by the votes of a majority of the directors of the Corporation at a meeting of the board of directors of the Corporation or by a resolution in writing signed by all the directors of the Corporation.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

The following provisions apply to the Corporation:

- (a) The directors of the Corporation may, without authorization of the shareholders of the Corporation,
 - (i) borrow money upon the credit of the Corporation;
 - (ii) issue, reissue, sell or pledge debt obligations of the Corporation;
 - (iii) give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
 - (iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation.

The directors may by resolution delegate any one or all of the powers referred to in this clause to a director, a committee of directors or an officer of the Corporation.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

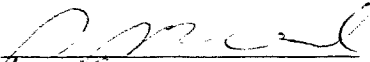
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). **Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

WESKO LOCKS LTD.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Sybilla McLeod

Print name of signatory /
Nom du signataire en lettres moulées

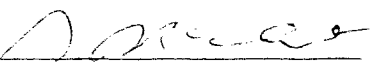
President

Description of Office / Fonction

WESKO SYTEMS LIMITED

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Sybilla McLeod

Print name of signatory /
Nom du signataire en lettres moulées

President

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par



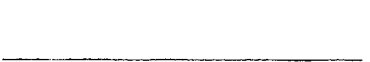
Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction


SCHEDULE "A"

**STATEMENT OF DIRECTOR OR
OFFICER
PURSUANT TO SUBSECTION 178(2) OF
THE BUSINESS CORPORATIONS ACT**

I, Sybilla McLeod, hereby state that:

1. I am the President of each of Wesko Locks Ltd. and Wesko Systems Limited and as such have knowledge of their affairs.
2. I have conducted such examinations of the books and records of each amalgamating corporation as are necessary to enable me to make the statements hereinafter set forth.
3. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation can and the amalgamated corporation will be able to pay its liabilities as they become due, and
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this 28th day November, 2014.


Sybilla McLeod

Schedule "B"

AMALGAMATION AGREEMENT

THIS AMALGAMATION AGREEMENT made as of the 28th day of November, 2014.

BETWEEN/AMONG:

WESKO LOCKS LTD., a corporation incorporated under the laws of the Province of Ontario,

(hereinafter called "Locks")

OF THE FIRST PART

- and -

WESKO SYSTEMS LIMITED, a corporation incorporated under the laws of the Province of Ontario,

(hereinafter called "Systems")

OF THE SECOND PART

WHEREAS:

- (a) Locks was incorporated under the laws of the Province of Ontario by Articles of Incorporation dated March 13, 2000;
- (b) Systems was incorporated under the laws of the Province of Ontario by Articles of Incorporation dated December 19, 1983;
- (c) the authorized capital of Locks consists of an unlimited number of Common Shares of which 300 are issued and outstanding as fully paid and non-assessable.
- (d) the authorized capital of Systems consists of:
 - (i) an unlimited number of Preference Shares of which none are issued and outstanding; and
 - (ii) an unlimited number of Common Shares of which 3 are issued and outstanding as fully paid and non-assessable.
- (e) each of the parties hereto has made full and complete disclosure to each of the other parties of its known assets and liabilities; and
- (f) under the authority conferred by the *Business Corporations Act* (Ontario), each of the parties hereto desire and have agreed to amalgamate upon the terms and conditions hereinafter set out and to continue as one corporation;

NOW THEREFORE THIS AGREEMENT WITNESSES that, in consideration of the mutual covenants herein contained, the receipt and sufficiency of which is hereby acknowledged, the parties hereto covenant and agree as follows:

ARTICLE 1 - DEFINITIONS

1.1 In this agreement

- (i) "Act" means the *Business Corporations Act*, of Ontario;
- (ii) "Amalgamating Corporations" means Wesko Locks Ltd. and Wesko Systems Limited;
- (iii) "Amalgamation" means the amalgamation of the Amalgamating Corporations as herein provided;
- (iv) "Certificate" means the Certificate of Amalgamation issued by the Director under the Act; and
- (v) "Corporation" means the corporation continuing from the amalgamation of the Amalgamating Corporations;

ARTICLE 2 - AMALGAMATION

2.1 Each of the Amalgamating Corporations hereby agrees to amalgamate on December 1, 2014, under the provisions of the Act and to continue as one corporation under the terms and conditions set out herein.

2.2 Upon the issue of a Certificate giving effect to the Amalgamation:

- (i) the Amalgamating Corporations shall be amalgamated and continue as one corporation under the terms and conditions prescribed in this agreement;
- (ii) the Corporation shall possess all the property, rights, privileges and franchises and be subject to all liabilities, including civil, criminal and quasi-criminal, and all contracts, disabilities and debts of each of the Amalgamating Corporations;
- (iii) a conviction against, or ruling, order or judgment in favour or against an Amalgamating Corporation may be enforced by or against the Corporation;
- (iv) the Articles of Amalgamation of the Corporation shall be deemed to be the articles of incorporation of the Corporation and, except for the purposes of subsection 117(1) of the Act, the Certificate shall be deemed to be the certificate of incorporation of the Corporation; and
- (v) the Corporation shall be deemed to be the party plaintiff or the party defendant, as the case may be, in any civil action commenced by or against an Amalgamating Corporation before the Amalgamation has become effective.

ARTICLE 3 - NAME

3.1 The name of the Corporation shall be Wesko Locks Ltd.

ARTICLE 4 - REGISTERED OFFICE

4.1 The registered office of the Corporation shall be in the City of Mississauga in the Regional Municipality of Peel, in the Province of Ontario and the address of the first registered office of the Corporation shall be 4570 Eastgate Parkway, Mississauga, Ontario, L4W 3W6.

ARTICLE 5 - DIRECTORS

5.1 The number of directors of the Corporation shall be a minimum of one (1) and a maximum of ten (10). The board of directors of the Corporation shall consist of two (2) directors and the first directors of the Corporation shall be:

Name	Address for Service	Resident Canadian
Gabriele Westwinkel	4570 Eastgate Parkway Mississauga, Ontario L4W 3W6	Yes
Sybilla McLeod	4570 Eastgate Parkway Mississauga, Ontario L4W 3W6	Yes

5.2 The first directors shall hold office until the first annual meeting of the Corporation or until their successors are elected or appointed in accordance with the by-laws of the Corporation and the Act.

ARTICLE 6 - RESTRICTIONS ON BUSINESS

6.1 The Corporation shall not be restricted by its articles from carrying on any business or businesses or from exercising any power or powers.

ARTICLE 7 - AUTHORIZED CAPITAL

7.1 The Corporation shall be authorized to issue an unlimited number of shares of a class designated as Common Shares (the "Common Shares").

ARTICLE 8 - RIGHTS ATTACHING TO COMMON SHARES

8.1 The rights, privileges, restrictions and conditions attaching to the Common Shares will be set out in the Articles of Amalgamation of the Corporation.

**ARTICLE 9 - RESTRICTIONS ON ISSUE,
TRANSFER OR OWNERSHIP OF SHARES**

9.1 No security holder of the Corporation shall be entitled to transfer registered or beneficial ownership of any security or securities of the Corporation without either

- (i) the consent of the holders of more than fifty per cent of the voting shares for the time being outstanding expressed by a resolution passed by the votes of the holders of more than fifty per cent of the voting shares for the time being outstanding at a meeting of the holders of the voting shares or by a resolution in writing signed by all the holders of the voting shares for the time being outstanding; or
- (ii) the consent of the directors of the Corporation expressed by a resolution passed by the votes of a majority of the directors of the Corporation at a meeting of the board of directors of the Corporation or by a resolution in writing signed by all the directors of the Corporation.

ARTICLE 10 - SPECIAL PROVISIONS

10.1 The directors of the Corporation may, without authorization of the shareholders of the Corporation

- (i) borrow money upon the credit of the Corporation;
- (ii) issue, reissue, sell or pledge debt obligations of the Corporation;
- (iii) give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
- (iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation.

The directors may by resolution delegate any or all of the powers referred to in this clause to a director, a committee of directors or an officer of the Corporation.

ARTICLE 11 - ISSUANCE OF SHARES UPON AMALGAMATION

11.1 Upon the Amalgamation:

- (i) the 300 issued and outstanding Common Shares of Locks shall be converted into 300 issued and fully paid non-assessable Common Shares of the Corporation; and
- (ii) the 3 issued and outstanding Common Shares of Systems shall be converted into 3 issued and fully paid non-assessable Common Shares of the Corporation.

11.2 Upon the Amalgamation, the stated capital of the Common Shares of the Corporation shall be equal to the aggregate stated capital immediately before Amalgamation of the Common Shares of Locks and the Common Shares of Systems converted into the Common Shares of the Corporation.

11.3 After the Amalgamation becomes effective, the Corporation shall request the shareholders of the Amalgamating Corporations to surrender the certificates representing the shares held by them in the Amalgamating Corporations and, subject to the provisions of the Act and this agreement, in return shall be entitled to receive certificates for shares of the Corporation as set forth in section 11.1 herein on the basis aforesaid.

ARTICLE 12 - BY-LAWS

12.1 The by-laws of the Corporation shall not be identical to those of any of the Amalgamating Corporations. A copy of the proposed by-laws may be examined during normal business hours at the offices of Aird & Berlis LLP, 181 Bay Street, Suite 1800, Toronto, Ontario.

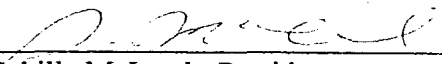
ARTICLE 13 - FILING OF ARTICLES OF AMALGAMATION

13.1 Upon each of the Amalgamating Corporations approving this agreement in accordance with the Act, the parties hereto shall jointly file articles of amalgamation in duplicate, with the Director appointed under the Act for the purpose of bringing such amalgamation into effect.

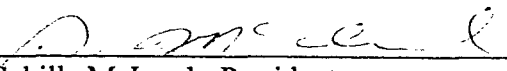
13.2 This Agreement may be terminated by the board of directors of either Locks or Systems at any time prior to the endorsement of the Certificate notwithstanding the approval of this Agreement by the shareholders of each of the Amalgamating Corporations.

IN WITNESS WHEREOF this agreement has been duly executed by the parties hereto under their respective corporate seals as witnessed by the signatures of their proper officers in that behalf.

WESKO LOCKS LTD.

Per: 
Sybilla McLeod - President

WESKO SYSTEMS LIMITED

Per: 
Sybilla McLeod - President

AIRD & BERLIS LLP

Barristers and Solicitors

Mery Goricanec

Direct: 416.865.7734

E-mail: mgoricanec@airdberlis.com

170 92707

November 28, 2014

1927005

Companies Branch
Ministry of Government Services
200 - 393 University Avenue
Toronto, Ontario
M5G 2M2

Dear Sirs:

**Re: WESKO LOCKS LTD.
WESKO SYSTEMS LIMITED**

Enclosed please find the following in connection with the amalgamation of the above-noted corporations:

1. Articles of Amalgamation, in duplicate; and
2. A cheque in the amount of \$330.00 in satisfaction of the filing fee.

Please proceed to file the said Articles and provide us with the Certificate of Amalgamation **EFFECTIVE DECEMBER 1, 2014** attached to the duplicate Articles of Amalgamation.

Yours very truly,

AIRD & BERLIS LLP



Mery Goricanec
Corporate Law Clerk

Encls.

20788520.1