

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT5340345

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/21/2018

CONVEYING PARTY DATA

Name	Execution Date
ULTIMATE PRECISION METAL PRODUCTS INC.	12/21/2018

RECEIVING PARTY DATA

Name:	ORTRONICS, INC.
Street Address:	125 EUGENE O'NEILL DRIVE
City:	NEW LONDON
State/Country:	CONNECTICUT
Postal Code:	06320

PROPERTY NUMBERS Total: 1

Property Type	Number
Patent Number:	7643291

CORRESPONDENCE DATA

Fax Number: (203)399-5822

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.

Phone: 203-399-5920

Email: jsimmons@mccarter.com

Correspondent Name: MCCARTER & ENGLISH, LLP STAMFORD

Address Line 1: CANTERBURY GREEN

Address Line 2: 201 BROAD STREET

Address Line 4: STAMFORD, CONNECTICUT 06901

ATTORNEY DOCKET NUMBER:	97771.00213
NAME OF SUBMITTER:	BASAM E. NABULSI
SIGNATURE:	/Basam E. Nabulsi/
DATE SIGNED:	01/24/2019

Total Attachments: 5

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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on December 27, 2018.

A handwritten signature in black ink, appearing to read "Whitney Clark".

Whitney Clark
Deputy Secretary of State

CERTIFICATE OF MERGER

of

ULTIMATE PRECISION METAL PRODUCTS INC.
a New York corporation

into

ORTRONICS, INC.
a Connecticut corporation

(Pursuant to Section 907 of the Business Corporation Law)

It is hereby certified, on behalf of each of the constituent corporations herein named, as follows:

FIRST: The names of the constituent corporations to be merged are Ultimate Precision Metal Products Inc., a New York corporation, and Ortronics, Inc., a Connecticut corporation.

SECOND: The name of the surviving foreign corporation is Ortronics, Inc.

THIRD: The effective date of the merger herein certified shall be the first day of January, 2019.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, and the specification of the classes and series entitled to vote on the plan of merger, as follows:

- New York corporation: 100 shares of Common Stock, no par value, are issued and outstanding, all of which are owned by the surviving corporation;
- Surviving corporation: 614,500 shares of Common Stock, no par value, are issued and outstanding, all of which are entitled to vote on the merger, as a single class.

Upon the merger, all shares of Common Stock of the New York corporation that are issued and outstanding immediately prior to the merger shall, by virtue of the merger and without any action on the part of any party hereto, be automatically cancelled.

FIFTH: The merger is permitted by the laws of the jurisdiction of incorporation of Ortronics, Inc. and is in compliance therewith.

SIXTH: Ortronics, Inc. is incorporated under the laws of the State of Connecticut, and its date of incorporation is March 9, 1966. It has not filed an application for authority to do business in the State of New York and will not conduct business in New York until an application for authority has been filed with the Department of State.

SEVENTH: The date on which the certificate of incorporation of Ultimate Precision Metal Products Inc. was filed with the Department of State is July 22, 1971.

EIGHTH: Ortronics, Inc. hereby consents to be sued and served with process in the State of New York in any action or special proceeding against Ortronics, Inc. for the enforcement of any liability or obligation of Ultimate Precision Metal Products Inc. or to enforce the rights of any dissenting shareholder of Ultimate Precision Metal Products Inc. Subject to the provisions of Section 623 of the Business Corporation Law of the State of New York, Ortronics, Inc. will promptly pay to the shareholder of Ultimate Precision Metal Products Inc. the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of New York relating to the right of shareholders to receive payment for their shares. Ortronics, Inc. hereby irrevocably appoints the Secretary of State of New York as its agent to accept service of process in any action or special proceeding in the State of New York. The Secretary of State of New York shall mail a copy of any process against Ortronics, Inc. served on him to 125 Eugene O'Neill Drive, New London, CT 06320.

NINTH: Ultimate Precision Metal Products Inc. has paid all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance which are due and payable by it. Ultimate Precision Metal Products Inc. has filed an estimated cessation franchise tax report through the anticipated date of the merger. Ortronics, Inc. will within thirty days after the filing of this Certificate of Merger file the final cessation franchise tax report and promptly pay to the Department of Taxation and Finance all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by Ultimate Precision Metal Products Inc.


[Remainder of page intentionally left blank. Signature page follows.]

IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.

Executed on this 21st day of December, 2018.

ULTIMATE PRECISION METAL
PRODUCTS INC.

ORTRONICS, INC.

By: 
Name: James LaPerriere
Title: Treasurer

By: 
Name: James LaPerriere
Title: Treasurer

[Signature Page to New York Certificate of Merger]

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PATENT
REEL: 048121 FRAME: 0331

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Certificate of Merger

of

ULTIMATE PRECISION METAL PRODUCTS INC.

into

ORTRONICS, INC.

Under Section 907 of the Business Corporation Law

FILED

2018 DEC 26 AM 10:12

Filed By: McCarter & English, LLP
185 Asylum Street
Hartford, CT 06103

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STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 26 2018

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BY: r

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