

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7266896

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/04/2021		
CONVEYING PARTY DATA			
Name			Execution Date
ATRONIX ACQUISITION CORP.			03/26/2021
RECEIVING PARTY DATA			
Name:	MATERIAL HANDLING SYSTEMS, INC.		
Street Address:	131 GRIFFIN WAY		
City:	MOUNT WASHINGTON		
State/Country:	KENTUCKY		
Postal Code:	40047		
PROPERTY NUMBERS Total: 2			
Property Type	Number		
Patent Number:	8659189		
Patent Number:	10261670		
CORRESPONDENCE DATA			
Fax Number:	(502)587-6391		
<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:	502-587-3400		
Email:	dnagle@stites.com		
Correspondent Name:	DAVID W. NAGLE, JR.		
Address Line 1:	400 WEST MARKET ST.		
Address Line 2:	SUITE 1800		
Address Line 4:	LOUISVILLE, KENTUCKY 40202		
NAME OF SUBMITTER:	DAVID W. NAGLE, JR.		
SIGNATURE:	/david w. nagle, jr./		
DATE SIGNED:	04/07/2022		
Total Attachments: 7			
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ARTICLES OF MERGER

of

**ATRONIX ACQUISITION CORP.,
a Delaware Corporation**

into

**MATERIAL HANDLING SYSTEMS, INC.,
a Kentucky Corporation**

Pursuant to the provisions of Kentucky Revised Statutes Chapter 271B and Delaware General Corporation Law, the undersigned adopt the following Articles of Merger for the purpose of merging Atronix Acquisition Corp., a Delaware corporation (the "Merging Entity"), into Material Handling Systems, Inc., a Kentucky corporation (the "Surviving Entity"), which shall be the surviving business entity.

ARTICLE I

The Merging Entity shall merge into the Surviving Entity pursuant to the terms and conditions set forth in the Agreement and Plan of Merger (the "Plan") in the form attached hereto as **Exhibit A**, which has not been abandoned and which was duly authorized and approved in the manner set forth below and in accordance with the applicable laws of each of the Commonwealth of Kentucky and the State of Delaware.

ARTICLE II

As of the Effective Time (as defined below), the Amended and Restated Articles of Incorporation of the Surviving Entity in effect immediately prior to the Effective Time shall remain unchanged and continue (until amended or repealed as provided by applicable law) to be the Articles of Incorporation of the Surviving Entity as the surviving business entity on and after the Effective Time.

ARTICLE III

The Plan was duly authorized and approved by each of the Merging Entity and the Surviving Entity in accordance with Kentucky Revised Statutes and the Delaware General Corporation Law.

- (a) Approval by the sole Shareholder of the Surviving Entity was not required.

(b) There were [1,000] outstanding shares of the Merging Entity and [1,000] votes entitled to be cast by the Merging Entity's sole stockholder on the approval of the Plan, and [1,000] of those votes were cast for the approval of the Plan and no votes were cast against the approval of the Plan. The number of votes cast for the approval of the Plan was sufficient for approval of the Plan by the Merging Entity.

ARTICLE IV


The merger of the Merging Entity into the Surviving Entity shall be effective as of April 4, 2021 at 12:01 a.m. (the "Effective Time").

[REMAINDER OF THIS PAGE INTENTIONALLY IS BLANK.
SIGNATURES FOLLOW.]

IN TESTIMONY WHEREOF, the undersigned have duly executed these Articles of Merger effective as of the 26th day of March, 2021.

“SURVIVING ENTITY”

MATERIAL HANDLING SYSTEMS, INC.

By: 
 DocuSigned by:
 0C78407E38704C9
 Scott R. McReynolds
 Chief Executive Officer

“MERGING ENTITY”

ATRONIX ACQUISITION CORP.

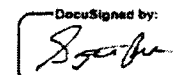
By: 
 DocuSigned by:
 0C78407E38704C9
 Scott R. McReynolds, President

EXHIBIT A
Agreement and Plan of Merger

See the attached.

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Plan") is made as of the 26th day of March, 2021, by and between **MATERIAL HANDLING SYSTEMS, INC.**, a Kentucky corporation (the "Surviving Entity") and **ATRONIX ACQUISITION CORP.**, a Delaware corporation (the "Merging Entity") (the Surviving Entity and the Merging Entity together the "Constituent Entities").

PRELIMINARY STATEMENTS

The Constituent Entities deem it to be in their best interests, and in the best interests of their respective shareholders, that the Constituent Entities engage in a statutory merger under the applicable laws of each of the Commonwealth of Kentucky and the State of Delaware in which the Merging Entity shall merge with and into the Surviving Entity pursuant to the terms and conditions hereinafter set forth; and

The respective shareholders of the Constituent Entities have approved and adopted this Plan in accordance with the applicable laws of each of the Commonwealth of Kentucky and the State of Delaware.

NOW, THEREFORE, in consideration of the foregoing premises and of the mutual agreements herein contained, the parties hereto do hereby agree as follows:

1. **Merger.** At the time and on the date specified in the Articles of Merger to be filed with the Secretary of State of Kentucky and the Certificate of Merger to be filed with the Secretary of State of Delaware (such date and time being herein referred to as the "Effective Time"), (a) the Merging Entity shall be merged with and into the Surviving Entity under the applicable laws of each of the Commonwealth of Kentucky and the State of Delaware; (b) the Surviving Entity shall be the surviving business entity, shall retain limited liability and shall continue in existence after the Effective Time in accordance with applicable law; and (c) the separate existence of the Merging Entity shall cease.

2. **Manner of Conversion.** The manner of converting the shares of the Constituent Entities shall be as follows:

(a) At the Effective Time, all of the outstanding shares of the Merging Entity shall automatically and by operation of law be cancelled, and any certificates evidencing ownership of such shares shall be void and of no effect. No shares of the Surviving Entity or any other consideration shall be issued in exchange therefor.

(b) Each share of the Surviving Entity that is outstanding immediately prior to the Effective Time shall remain outstanding at the Effective Time, and no consideration shall be issued in respect thereof.

3. **Articles of Incorporation and Bylaws.** The Amended and Restated Articles of Incorporation of the Surviving Entity and the Amended and Restated Bylaws of the Surviving Entity in effect immediately prior to the Effective Time shall be the Articles of Incorporation and Bylaws of the Surviving Entity.

4. **Board of Directors and Officers.** At the Effective Time, the Board of Directors and officers of the Surviving Entity, as the surviving business entity, shall consist of the Board of Directors and officers of the Surviving Entity immediately prior to the Effective Time.

5. **Further Assurances.** If at any time the Surviving Entity as the surviving business entity shall consider or be advised that any further assignments, conveyances or assurances are necessary or desirable to vest, perfect or confirm in the surviving business entity title to any property or rights of the Merging Entity, or otherwise carry out the provisions hereof, the proper officers and shareholders of the Merging Entity, as of the Effective Time, and thereafter the officers of the Surviving Entity as the surviving business entity acting on behalf of the Merging Entity, shall execute and deliver any and all property assignments, conveyances and assurances, and do all things necessary or desirable to vest, perfect or confirm title to such property or rights in the Surviving Entity as the surviving business entity and otherwise carry out the provisions hereof.

6. **Principal Office of Surviving Entity.** The location of the principal office of the Surviving Entity is 131 Griffin Way, Mt. Washington, Kentucky 40047.

7. **Termination.** The Plan may be terminated and the proposed merger abandoned at any time before the Effective Time of the merger if the shareholders of either of the Constituent Entities duly adopt a resolution abandoning the Plan.

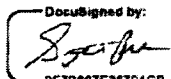
8. **Governing Law.** The Plan shall be governed by and construed in accordance with the applicable laws of the Commonwealth of Kentucky.

[Signature page follows.]

IN TESTIMONY WHEREOF, the parties hereto have caused this Plan to be executed by their duly authorized representatives as of the date first set forth above.


“SURVIVING ENTITY”

MATERIAL HANDLING SYSTEMS, INC.

By: 
 DocuSigned by: BF7B607E36794CB...
 Scott R. McReynolds, President

“MERGING ENTITY”

ATRONIX ACQUISITION CORP.,

By: 
 DocuSigned by: BF7B607E36794CB...
 Scott R. McReynolds, President