

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: PAT1407086

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Techform Products Limited	12/28/2014
RECEIVING PARTY DATA	
Company Name:	Magna Closures Inc.
Street Address:	337 Magna Drive
City:	Aurora
State/Country:	CANADA
Postal Code:	L4G7K1
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	17472448
CORRESPONDENCE DATA	
Fax Number:	
<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:	(248)433-7533
Email:	krusso@dickinsonwright.com,dwpatents@dickinsonwright.com
Correspondent Name:	Philip Rettig
Address Line 1:	2600 W. Big Beaver Rd.
Address Line 2:	Ste. 300
Address Line 4:	Troy, MICHIGAN 48084
ATTORNEY DOCKET NUMBER:	028925-00952/712224US
NAME OF SUBMITTER:	KELLY RUSSO
SIGNATURE:	KELLY RUSSO
DATE SIGNED:	08/05/2024
Total Attachments: 10	
source=2014_Dec_28_Articles of Amalgamation with Techform#page1.tiff	
source=2014_Dec_28_Articles of Amalgamation with Techform#page2.tiff	
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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

Magna Closures Inc.

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
Magna Closures Inc.	001758410	2014	12	12
Techform Products Limited	000242982	2014	12	12

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.

N/A

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 is authorized to issue an unlimited number of shares of a class to be designated as 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 are equal in all respects and include the rights:

- (a) To vote at all meetings of shareholders, except meetings of a particular class or series;
- (b) To receive the remaining property of the Corporation upon dissolution; and
- (c) To receive such dividends as may be declared by the Board of Directors.

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 shares shall be transferred without either:

- (a) The consent of the directors of the Corporation expressed by a resolution passed by the board of directors or by an instrument or instruments in writing signed by a majority of the directors;
- (b) The consent of the holders of a majority of the Common Shares of the Corporation for the time being outstanding expressed by a resolution passed by the shareholders or by an instrument or instruments in writing signed by the holders of not less than a majority of such Common Shares of the Corporation.

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

- a) The number of shareholders of the Amalgamated Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Amalgamated Corporation, were, while in that employment, and have continued after the termination of that employment to be shareholders of the Amalgamated Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder; and
- b) Any invitation to the public to subscribe for securities of the Amalgamated Corporation is prohibited.

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 (as 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.

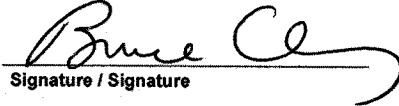
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

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.**

Magna Closures Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par


Signature / Signature

Bruce R. Cluney

Print name of signatory /
Nom du signataire en lettres moulées

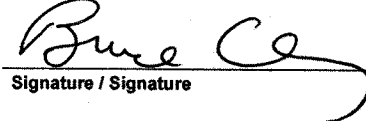
Vice-President, Secretary
and General Counsel

Description of Office / Fonction

Techform Products Limited

Names of Corporations / Dénomination sociale des sociétés

By / Par


Signature / Signature

Bruce R. Cluney

Print name of signatory /
Nom du signataire en lettres moulées

Vice-President, Secretary
and General Counsel

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

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CANADA

PROVINCE OF ONTARIO

TO WIT:

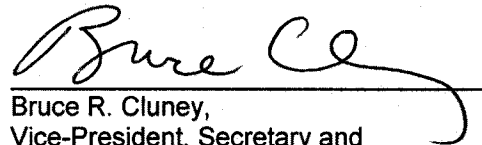
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IN THE MATTER OF the *Business Corporations Act* (Ontario) and the Articles of Amalgamation of Magna Closures Inc. and Techform Products Limited

I, **BRUCE R. CLUNEY**, of the Town of Newmarket, in the Province of Ontario, hereby certify that:

1. I am the Vice-President, Secretary and General Counsel of **Magna Closures Inc.**, one of the amalgamating corporations listed in the Articles of Amalgamation to which this statement is appended, and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
 - (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; and
 - (c) no creditor will be prejudiced by the amalgamation.

DATED this 12th day of December, 2014.



Bruce R. Cluney,
Vice-President, Secretary and
General Counsel

CANADA

PROVINCE OF ONTARIO

TO WIT:

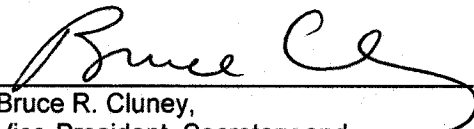
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IN THE MATTER OF the *Business Corporations Act* (Ontario) and the Articles of Amalgamation of Magna Closures Inc. and Techform Products Limited

I, **BRUCE R. CLUNEY**, of the Town of Newmarket, in the Province of Ontario, hereby certify that:

1. I am the Vice-President, Secretary and General Counsel of **Techform Products Limited**, one of the amalgamating corporations listed in the Articles of Amalgamation to which this statement is appended, and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
 - (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; and
 - (c) no creditor will be prejudiced by the amalgamation.

DATED this 12th day of December, 2014.


Bruce R. Cluney,
Vice-President, Secretary and
General Counsel

RESOLUTION OF THE BOARD OF DIRECTORS

OF

MAGNA CLOSURES INC.
(the "Corporation")

"Amalgamation with Techform Products Limited"

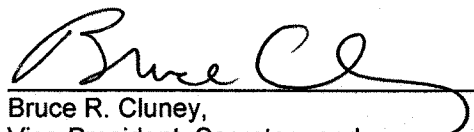
RESOLVED that:

1. The amalgamation of the Corporation and Techform Products Limited ("Techform"), being a wholly-owned subsidiary of the Corporation, pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act"), effective December 28, 2014 at 12:01 a.m., is approved.
2. Subject to the issuance of a Certificate of Amalgamation pursuant to the Act, all shares in the capital of Techform, including all shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
3. The issued and outstanding shares of the Corporation shall continue as the issued and outstanding shares of the amalgamated corporation.
4. Except as prescribed, the articles of amalgamation of the amalgamated corporation shall be the same as the articles of the Corporation.
5. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of the Corporation.
6. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
7. Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing."

* * * * *

CERTIFIED to be a true copy of a resolution of the directors of Magna Closures Inc. consented to in writing by all of the directors of the Corporation on December 12, 2014, which resolution is in full force and effect, without amendment.

DATED this 12th day of December, 2014.


Bruce R. Cluney,
Vice-President, Secretary and
General Counsel

RESOLUTION OF THE BOARD OF DIRECTORS

OF

TECHFORM PRODUCTS LIMITED
(the "Corporation")

"Amalgamation with Magna Closures Inc.

RESOLVED that:

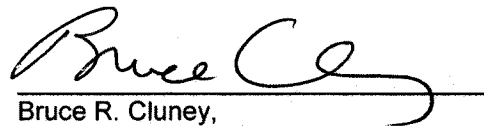
8. The amalgamation of the Corporation and Magna Closures Inc. ("Closures"), the Corporation being a wholly-owned subsidiary of Closures, pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act"), effective December 28, 2014 at 12:01 a.m., is approved.
9. Subject to the issuance of a Certificate of Amalgamation pursuant to the Act, all shares in the capital of the Corporation, including all shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
10. The issued and outstanding shares of Closures shall continue as the issued and outstanding shares of the amalgamated corporation.
11. Except as prescribed, the articles of amalgamation of the amalgamated corporation shall be the same as the articles of Closures.
12. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of Closures.
13. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.

Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing."

* * * * *

CERTIFIED to be a true copy of a resolution of the directors of Techform Products Limited consented to in writing by all of the directors of the Corporation on the 12th day of December, 2014, which resolutions are in full force and effect, without amendment.

DATED this 12th day of December, 2014.


Bruce R. Cluney,
Vice-President, Secretary and
General Counsel

PATENT