

12-18-2003



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SHEET ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 12.16.03 Keystone RV Company
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State Indiana
Other
Additional name(s) of conveying party(ies) attached? Yes [X] No

2. Name and address of receiving party(ies)
Name: Thor Acquisition Corp.
Internal Address:
Street Address: 653 S. Saginaw Street, Suite 310
City: Saginaw State: MI Zip: 48502
Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State Delaware
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes [X] No
Additional name(s) & address(es) attached? Yes [X] No

3. Nature of conveyance:
Assignment Merger [X]
Security Agreement Change of Name
Other
Execution Date: November 9, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/598464
Additional number(s) attached Yes [X] No

B. Trademark Registration No.(s) 2149016; 2247512; 2255223; 2245848; 2249313

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: B. Joseph Schaeff
Internal Address: Dinsmore & Shohl, LLP
Street Address: One South Main Street, Suite 500
One Dayton Centre
City: Dayton State: OH Zip: 45402

6. Total number of applications and registrations involved: 6
7. Total fee (37 CFR 3.41).....\$ 165.00
[X] Enclosed
[] Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
B. Joseph Schaeff
Name of Person Signing
Signature
December 9, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

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Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:0521 40.00 OP
02 FC:0522 125.00 OP

TRADEMARK REEL: 002881 FRAME: 0450

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"KEYSTONE RV COMPANY", A INDIANA CORPORATION,
WITH AND INTO "THOR ACQUISITION CORP." UNDER THE NAME OF
"KEYSTONE RV COMPANY", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE NINTH DAY OF NOVEMBER, A.D. 2001, AT 9
O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1438154

010567427

DATE: 11-09-01

TRADEMARK
REEL: 002881 FRAME: 0451

CERTIFICATE OF MERGER
OF
KEYSTONE RV COMPANY
INTO
THOR ACQUISITION CORP.

(Pursuant to Section 252(c) of
the General Corporation Law
of the State of Delaware)

The undersigned do hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") are as follows:

| <u>Name</u> | <u>State of Incorporation</u> |
|------------------------|-------------------------------|
| Keystone RV Company | Indiana |
| Thor Acquisition Corp. | Delaware |

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") dated as of November 9, 2001, by and among Thor Industries, Inc., a Delaware corporation, Thor Acquisition Corp., a Delaware corporation ("Acquisition Subsidiary"), Keystone RV Company, an Indiana corporation ("Keystone"), and certain other persons named therein, has been approved, adopted, certified, executed and acknowledged by the Constituent Corporations in accordance with the requirements of Sections 251 and 252(c)(2) of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation shall be Acquisition Subsidiary (the "Surviving Corporation"). The name of the Surviving Corporation shall be "Keystone RV Company".

FOURTH: The certificate of incorporation of Acquisition Subsidiary shall be the certificate of incorporation of the Surviving Corporation except that Article First shall be deleted in its entirety and the following shall be substituted in its place and stead:

FIRST: The name of the corporation is Keystone RV Company (the "Corporation").

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at 17400 Hackberry Drive, Goshen, Indiana 46526.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Constituent Corporations.

SEVENTH: The authorized capital stock of Keystone consists of 10,000,000 shares of voting common stock, par value \$.10 per share, 1,000,000 shares of non-voting common stock, par value \$.10 per share, and 2,000,000 shares of preferred stock, par value \$.10 per share.

EIGHTH: This Certificate of Merger shall be effective on November 9, 2001 at 9:00 a.m., Eastern Standard Time.

IN WITNESS WHEREOF, each of the undersigned has caused this Certificate of Merger to be duly executed by its authorized officer.

Dated: November 9, 2001

KEYSTONE RV COMPANY

By: /s/ H. Coleman Davis, III
Name: H. Coleman Davis, III
Title: President

THOR ACQUISITION CORP.

By: /s/ Wade F. B. Thompson
Name: Wade F. B. Thompson
Title: President

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