

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/06/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Simpson Financial, Inc.		11/06/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Simpson Performance Products, Inc.
Street Address:	328 FM 306
City:	New Braunfels
State/Country:	TEXAS
Postal Code:	78130
Entity Type:	CORPORATION: TEXAS

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1243427	SIMPSON
Registration Number:	3050920	SIMPSON
Registration Number:	3026334	SIMPSON
Registration Number:	3026333	SIMPSON
Registration Number:	1894141	WRENCHERS

CORRESPONDENCE DATA

Fax Number: (704)353-3871
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 704.331.7400
 Email: docket@kennedycovington.com
 Correspondent Name: Karl S. Sawyer, Jr.
 Address Line 1: 214 North Tryon Street
 Address Line 2: Hearst Tower, 47th Floor
 Address Line 4: Charlotte, NORTH CAROLINA 28202

OP \$140.00 1243427

ATTORNEY DOCKET NUMBER:	20266.500
NAME OF SUBMITTER:	Karl S. Sawyer, Jr.
Signature:	/karl s sawyer jr/
Date:	11/29/2007
Total Attachments: 3 source=Certificate of Merger#page1.tif source=Certificate of Merger#page2.tif source=Certificate of Merger#page3.tif	

Delaware

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The First State

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:

"SIMPSON FINANCIAL, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SIMPSON PERFORMANCE PRODUCTS, INC." UNDER THE NAME OF "SIMPSON PERFORMANCE PRODUCTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF TEXAS, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF NOVEMBER, A.D. 2007, AT 5:06 O'CLOCK P.M.

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

4453188 8100M

071196514



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6138658

DATE: 11-06-07

TRADEMARK
REEL: 003669 FRAME: 0323

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION INTO
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is **Simpson Financial, Inc.**, a Delaware corporation, and **Simpson Performance Products, Inc.**, a Texas corporation.

SECOND: The Agreement and Plan of Merger has been approved, adopted, executed, certified and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is **Simpson Performance Products, Inc.**, a Texas corporation.

FOURTH: The Articles of Incorporation of the surviving corporation shall be its Articles of Incorporation.

FIFTH: The merger is to become effective upon filing with the Delaware Secretary of State's Office.

SIXTH: The Agreement and Plan of Merger is on file at 328 FM 306, New Braunfels, Texas 78130, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

EIGHTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 328 FM 306, New Braunfels, Texas 78130.

[signature page follows]

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 6 day of November, .2007.

SIMPSON PERFORMANCE PRODUCTS, INC.

By: Loren K Cordes
Loren K. Cordes, Vice President