

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/05/1997

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Flents Products Co., Inc.		08/05/1997	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Flents Products Co., Inc.
Street Address:	P.O. Box 2109
City:	Norwalk
State/Country:	CONNECTICUT
Postal Code:	06852
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0854228	FLENTS

CORRESPONDENCE DATA

Fax Number: (612)332-9081
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 612-332-5300
 Email: kanderson@merchantgould.com
 Correspondent Name: Andrew S. Ehard
 Address Line 1: P.O. Box 2910
 Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	1993.213US01
NAME OF SUBMITTER:	Andrew S. Ehard
Signature:	/Andrew S. Ehard/

Date:

01/28/2008

Total Attachments: 4

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CERTIFICATE OF MERGER

OF

FLENTS PRODUCTS CO., INC.
(a New York corporation)

INTO

FLENTS PRODUCTS CO., INC.
(a Delaware corporation)

FD 971 203 000524

HEAVY
DEF
TAX
AUG 0-8 1997
CORPORATION TAX
DISSOLUTION

UNDER SECTION 907 OF THE BUSINESS CORPORATION
LAW OF THE STATE OF NEW YORK (the "BCL")

The undersigned, W. Thomas Davies and Mary Lou Secchi, being the President and the Secretary, respectively, of Flents Products Co., Inc., a domestic corporation duly organized and existing under and by virtue of the laws of the State of New York ("Flents"), and W. Thomas Davies and Meredith W. Birrittella, being the President and the Secretary, respectively, of Flents Products Co., Inc., a foreign corporation duly organized and existing under and by virtue of the laws of the State of Delaware ("New Flents"), do hereby certify and set forth that an Agreement and Plan of Merger (the "Plan") has been adopted by the board of directors of each of said constituent corporation, and that:

(1) The name of each constituent corporation is as follows:

Flents Products Co., Inc., a New York corporation

Flents Products Co., Inc., a Delaware corporation

(2) The jurisdiction and date of incorporation of the foreign constituent corporation, New Flents, is set forth below:

<u>Jurisdiction</u>	<u>Date of Incorporation</u>
Delaware	July 16, 1997

(3) The name of the surviving corporation is Flents Products Co., Inc., a Delaware corporation

(4) The designation, number, and voting rights of the outstanding shares of each class and series of Flents are as follows:

<u>Class</u>	<u>Designation</u>	<u>Number Authorized</u>	<u>Outstanding</u>	<u>Voting Rights</u>
Common	N/A	125,000	77,756	Full

The designation, number, and voting rights of the outstanding shares of each class and series of New Flents are as follows:

<u>Class</u>	<u>Designation</u>	<u>Number Authorized</u>	<u>Outstanding</u>	<u>Voting Rights</u>
Common	N/A	200	100	Full

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(5) The effective date of the merger of Flents and New Flents into New Flents shall be upon the filing of this Certificate by the Department of State.

(6) The manner in which the Plan was authorized by each of the constituent corporations is set forth below:

With respect to the constituent domestic corporation, Flents, the Plan was unanimously approved and adopted by the Board of Directors on July 15, 1997, and authorized and approved in a meeting of the holders of the outstanding shares of such corporation on July 15, 1997 in accordance with the applicable statutes of the State of New York. With respect to the constituent foreign corporation, New Flents, the Plan was unanimously approved and adopted by the Board of Directors on July 16, 1997, and authorized and approved by the unanimous written consent of the holders of the outstanding shares of such corporation on July 16, 1997, in accordance with the applicable statutes of its jurisdiction of incorporation. The merger of Flents with and into New Flents is permitted by the laws of Delaware and is in compliance therewith.

(7) The date when the certificate of incorporation of New Flents was filed by the Department of State of Delaware was the 16th day of July, 1997.

An application of authority to do business in the State of New York has not been filed by New Flents. New Flents shall do no business in the state of New York until such an application of authority has been filed.

(8) The date when the original certificate of incorporation of Flents was filed by the Department of State of New York was the 4th day of November, 1935.

(9) New Flents may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any domestic corporation or of any foreign corporation, previously amenable to suit in the State of New York, which is a constituent corporation in this merger.

(10) Subject to the provisions of Section 623 of the BCL, New Flents shall promptly pay to the shareholders of the constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of the BCL relating to the rights of shareholders to receive payment for their shares.

(11) The secretary of state is hereby designated as agent upon whom process against Flents Products Co., Inc., a Delaware corporation, may be served in the manner set forth in paragraph (b) of Section 306 of the BCL, in any action or special proceeding. The secretary of state shall mail a copy of any process against Flents Products Co., Inc., a Delaware corporation, served upon the secretary of state to Flents Products Co., Inc., c/o Akabas & Cohen, 488 Madison Avenue, New York, NY 10022.

IN WITNESS WHEREOF, the undersigned have executed and signed this certificate, under penalty of perjury, as of this 5th day of August, 1997.

FLENTS PRODUCTS CO., INC.,
a New York corporation

By: W. Thomas Davies
W. Thomas Davies, President

By: Mary Lou Secchi
Mary Lou Secchi, Secretary

FLENTS PRODUCTS CO., INC.
a Delaware corporation

By: W. Thomas Davies
W. Thomas Davies, President

By: Meredith W. Birrittella
Meredith W. Birrittella, Secretary

RECEIVED
DEPARTMENT OF
TAXATION AND FINANCE
AUG 08 1997
INCORPORATION TAX
DISSOLUTION

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Intercounty - 18

TOTAL P. 83

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC. 03 1997
TAX S
BY: JAH

BS

Certificate of Merger of

FLENTS PRODUCTS CO., INC.
(a New York corporation)

into

FLENTS PRODUCTS CO., INC.
(a Delaware corporation)

pursuant to Section 907 of the NYS Business Corporation Law

Filed-by: Akabas & Cohen
488 Madison Avenue, 11th Floor
New York, NY 10022

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PR-30.31 (7/96)

New York State Department of Taxation and Finance - Corporation Tax
Albany NY 12227

To: Secretary of State

Date: November 21, 1997

Name of Corporation

FLENTS PRODUCTS CO., INC. (NY)

ID#13-0722500 AA4

Pursuant to provisions of section 907 of the Business Corporation Law, the Commissioner of Taxation and Finance hereby consents to the Merger

of the above named corporation, into FLENTS PRODUCTS CO., INC. (DE) if filed on or before February 20, 1998

Certificate and fee are attached.

Filed by: INT

Director, Processing Division

By *Francois Battique*

White-Department of State

Yellow-Department of State

Pink-Taxpayer