

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/21/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
IP Licensing LLC		12/21/2009	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Essex Group, Inc.
Street Address:	6120 Powers Ferry Road, Suite 150
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: MICHIGAN

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	966421	ESSEX
Registration Number:	961503	ESSEX
Registration Number:	959657	ESSEX
Registration Number:	954283	ESSEX
Registration Number:	954253	ESSEX
Registration Number:	618128	ESSEX
Registration Number:	536430	ESSEX
Registration Number:	1644159	ESSEX
Registration Number:	1411176	ESSEX

CORRESPONDENCE DATA

Fax Number: (212)556-2222
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900156069

**TRADEMARK
 REEL: 004159 FRAME: 0679**

CH \$240.00 966421

Phone: 212-556-2100
Email: nytrademarks@kslaw.com
Correspondent Name: Clark W. Lackert
Address Line 1: 1185 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	13077.104005
NAME OF SUBMITTER:	Clark W. Lackert
Signature:	/Clark W. Lackert/
Date:	03/03/2010

Total Attachments: 5

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MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES													
Date Received	(FOR BUREAU USE ONLY)												
DEC 18 2009	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.												
<div style="display: flex; justify-content: space-between; align-items: center;"> <div style="border: 1px solid black; padding: 2px;"> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">Name</td> <td style="width: 60%;">Michelle Abbott, Corporation Services Company</td> <td style="width: 30%; text-align: center;">224331</td> </tr> <tr> <td>Address</td> <td colspan="2">2711 Centerville Road, Suite 400</td> </tr> <tr> <td>City</td> <td style="text-align: center;">State</td> <td style="text-align: center;">ZIP Code</td> </tr> <tr> <td>Wilmington</td> <td style="text-align: center;">DE</td> <td style="text-align: center;">19808</td> </tr> </table> </div> <div style="text-align: center;"> <p style="font-size: 24px; font-weight: bold;">FILED</p> <p style="font-size: 18px; font-weight: bold;">DEC 21 2009</p> <p>Administrator Bureau of Commercial Services</p> </div> </div>		Name	Michelle Abbott, Corporation Services Company	224331	Address	2711 Centerville Road, Suite 400		City	State	ZIP Code	Wilmington	DE	19808
Name	Michelle Abbott, Corporation Services Company	224331											
Address	2711 Centerville Road, Suite 400												
City	State	ZIP Code											
Wilmington	DE	19808											
<p style="font-size: small;">Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.</p>													
EFFECTIVE DATE:													
Expiration date for new assumed names: December 31,													
Expiration date for transferred assumed names appear in Item 6													

CERTIFICATE OF MERGER
Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Essex Group, Inc.	056985
IP Licensing LLC	

b. The name of the surviving (new) entity and its identification number is:

Essex Group, Inc.	056985
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Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

6120 Powers Ferry Road, Suite 150, Atlanta, GA 30339

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the _____ day of _____, _____.

\$150.00 vs 144 129009

GOLD SEAL APPEARS ONLY ON ORIGINAL

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3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Essex Group, Inc.	Common, 100 shares	Common	
_____	_____	_____	_____

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows:

Each share of common stock of Essex Group, Inc. shall continue unchanged and shall continue to evidence the same number of shares of common stock of the surviving corporation.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

None.

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)


a) The Plan of Merger was approved by unanimous consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)

b) The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

By 
(Signature of Authorized Officer of Agent)

EVP, CFO Treasurer
(Type or print name)

Essex Group, Inc.

(Name of Corporation)

By _____
(Signature of Authorized Officer of Agent)

(Type or print name)

(Name of Corporation)

4. Complete for any Limited Liability Companies only

Check one of the following if Limited Liability Company is the survivor:
 There are no changes to be made to the Articles of Organization of the surviving limited liability company.
 The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:

The manner and basis of converting the membership interests are as follows:
Each membership interest shall be cancelled. There is no consideration because it is being merged into the parent.

The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 705a(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this 18th day of December, 2009

By [Signature]
(Signature of Member, Manager or Authorized Agent)

VP, CFO & Treasurer of Essex Group, Inc., the manager
(Type or Print Name and Capacity)

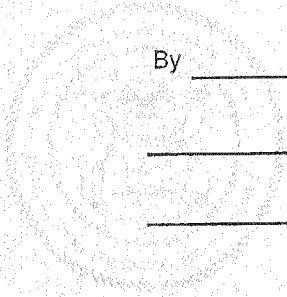
IP Licensing LLC
(Name of Limited Liability Company)

Signed this _____ day of _____, _____

By _____
(Signature of Member, Manager or Authorized Agent)

(Type or Print Name and Capacity)

(Name of Limited Liability Company)



Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"IP LICENSING LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "ESSEX GROUP, INC." UNDER THE NAME OF "ESSEX GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MICHIGAN, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 3:13 O'CLOCK P.M.

4767549 8100M

091122526

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7724715

DATE: 12-28-09

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**CERTIFICATE OF MERGER OF
IP LICENSING LLC
INTO ESSEX GROUP, INC.**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

FIRST: The name and jurisdiction of formation or organization of each of the constituent entities which is to merge are: IP Licensing LLC, a Delaware limited liability company and Essex Group, Inc., a Michigan corporation.

SECOND: An agreement and plan of merger has been approved and executed by IP Licensing LLC and Essex Group, Inc.


THIRD: The name of the surviving foreign corporation is Essex Group, Inc.

FOURTH: The agreement and plan of merger is on file at a place of business of the surviving company and the address thereof is 6120 Powers Ferry Road, Suite 150, Atlanta, GA 30339.

FIFTH: A copy of the agreement and plan of merger will be furnished by the surviving company on request and without costs to any member of IP Licensing LLC or any stockholder of Essex Group, Inc.

SIXTH: The surviving foreign corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of IP Licensing LLC, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to it by the Secretary of State is 6120 Powers Ferry Road, Suite 150, Atlanta, GA 30339.

IN WITNESS WHEREOF, Essex Group, Inc., as the surviving foreign corporation, has caused this certificate to be signed by an authorized officer, the 18th day of December, 2009.

By: 

David S. Aldridge
Executive Vice President, Chief Financial Officer and
Treasurer