

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM539265

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Retrotech Inc.		12/18/2017	Corporation:
RECEIVING PARTY DATA			
Name:	Dematic Corp.		
Street Address:	507 Plymouth Avenue, NE		
City:	Grand Rapids		
State/Country:	MICHIGAN		
Postal Code:	49505		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3677055	ACTIV	
Registration Number:	3972412	RETROTECH	
CORRESPONDENCE DATA			
Fax Number:	8572873101		
<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:	857-287-3100		
Email:	linda.liebl@wbd-us.com		
Correspondent Name:	Womble Bond Dickinson (US) LLP		
Address Line 1:	Two International Place		
Address Line 2:	Suite 2310		
Address Line 4:	Boston, MASSACHUSETTS 02110		
NAME OF SUBMITTER:	Sarah Anne Keefe		
SIGNATURE:	/sarahannekeefe/		
DATE SIGNED:	09/03/2019		
Total Attachments: 4			
source=3_Cert_of_Merger_Retrotech_to_DEMATIC#page1.tif			
source=3_Cert_of_Merger_Retrotech_to_DEMATIC#page2.tif			
source=3_Cert_of_Merger_Retrotech_to_DEMATIC#page3.tif			

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Delaware

The First State

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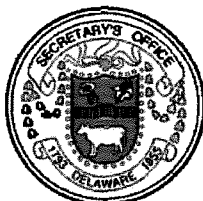
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"RETROTECH INC.", A DELAWARE CORPORATION,

WITH AND INTO "DEMATIC CORP." UNDER THE NAME OF "DEMATIC CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2017, AT 11:48 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2017 AT 11:57 O'CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

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SR# 20177682117

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

Authentication: 203808770
Date: 12-21-17

TRADEMARK
REEL: 006735 FRAME: 0535

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

RETROTECH INC.

WITH AND INTO

DEMATIC CORP.

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Dematic Corp. (the "Corporation"), a Delaware corporation, does hereby certify to the following information relating to the merger (the "Merger") of Retrotech Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on December 15, 2017 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. The Certificate of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation.
5. The Certificate of Ownership and Merger and the Merger shall become effective at 11:57 p.m. E.S.T. on December 31, 2017.

[Signatures appear on the following page.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 18 of December, 2017.

DEMATIC CORP.

By 

Name: Jeffrey R. Heinze

Title: Secretary

[Certificate of Ownership & Merger - Retrotech]

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EXHIBIT A

BOARD RESOLUTIONS

WHEREAS, Dematic Corp., a Delaware corporation (the "Corporation"), will own all of the issued and outstanding shares of each class of capital stock of Retrotech Inc., a Delaware Corporation ("Retrotech") prior to the Retrotech Merger Effective Time (defined below); and

WHEREAS, it is deemed advisable and in the best interests of the Corporation that the Corporation merge Retrotech with and into the Corporation, effective as of 11:57 p.m. E.S.T., December 31, 2017 (the "Retrotech Merger Effective Time").

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes, adopts, approves, ratifies and confirms that certain plan and agreement of merger by and between Retrotech and the Corporation in substantially the form attached to this written consent as Exhibit C (the "Retrotech Plan and Agreement of Merger"), including without limitation the merger of Retrotech with and into the Corporation and all other actions contemplated by the Retrotech Plan and Agreement of Merger;

FURTHER RESOLVED, that the Board hereby authorizes and directs each of the Authorized Officers to execute and deliver the Retrotech Plan and Agreement of Merger, with such changes in it as may be approved by the officers executing it, such approval to be conclusively evidenced by their execution of it, and to execute and file the requisite certificate of ownership and merger with the Secretary of State of Delaware;

FURTHER RESOLVED, that as of the Retrotech Merger Effective Time, Retrotech be merged with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law (the "Retrotech Merger"), so that the separate existence of Retrotech shall cease as soon as the Retrotech Merger shall become effective, and the Corporation shall continue as the surviving corporation;

FURTHER RESOLVED, that the CEO, President, CFO, Senior Vice President, Treasurer, Secretary, any Vice President, or Controller of the Corporation (each an "Authorized Officer") be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing; and

FURTHER RESOLVED, that each of the Authorized Officers be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Corporation, and if requested or required, under its corporate seal duly attested by the Secretary or Assistant Secretary; to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

TRADEMARK