

06-04-1999

Express Mail #

FORM PTO-1594 (modified) 1-31-92

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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

101056115

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

1. Name of conveying party(ies):  
Louisville Ladder Corp.

Individual  Association  
 General Partnership  Limited Partnership  
 Corporation-State -Missouri  
 Other

Additional name(s) of conveying party(ies) attached:  Yes  No

2. Name and address of receiving party(ies):

Name: Louisville Ladder Group LLC

Internal Address:

Street Address: 1163 Algonquin Parkway

City Louisville State: KY Zip: 40208

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State  
 Other Limited Liability Company - Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of Conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other

Execution Date: September 28, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Michael J. Thomas

Internal Address:

Street Address: 7733 Forsyth Boulevard, Suite 1400

City: St. Louis State: MO ZIP: 63105

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) ..... \$ 315.00

Enclosed

Authorized to be charged to deposit account (if amount is insufficient)

8. Deposit account number:  
18-1829

(Attach duplicate copy of this page if paying by deposit account)

06/03/1999 MTHAI1 00000131 1732471

DO NOT USE THIS SPACE

FC:481 40.00 DP  
FC:482 275.00 DP

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.

Michael J. Thomas  
Name of person signing

Michael J. Thomas  
Signature

5-28-99  
Date

Total number of pages including cover sheet, attachments, and document: 7

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required

A. Trademark Registration Nos.

1,732,471  
1,758,373  
1,632,732  
1,737,971  
1,757,978  
1,843,467  
1,497,762  
1,494,806  
1,603,402  
1,613,889  
1,879,393

B. Trademark Application Nos.

75-390365

State of Delaware

## Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"LOUISVILLE LADDER CORP.", A MISSOURI CORPORATION, WITH AND INTO "LOUISVILLE LADDER GROUP LLC" UNDER THE NAME OF "LOUISVILLE LADDER GROUP LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 1998, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

2915547 8330

981375573

AUTHENTICATION: 9325919

DATE: 09-28-98

TRADEMARK  
REEL: 001906 FRAME: 0212

## State of Delaware

## Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"LOUISVILLE LADDER CORP.", A MISSOURI CORPORATION,  
WITH AND INTO "LOUISVILLE LADDER GROUP LLC" UNDER THE NAME OF "LOUISVILLE LADDER GROUP LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 1998, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2915547 8100M

981375282

AUTHENTICATION: 9325681

DATE: 09-28-98

TRADEMARK  
REEL: 001906 FRAME: 0213

CERTIFICATE OF MERGER

OF

LOUISVILLE LADDER CORP.,  
a Missouri Corporation

INTO

LOUISVILLE LADDER GROUP LLC,  
a Delaware Limited Liability Company

dated: September 28, 1998

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Pursuant to Section 347.725 of the  
Missouri Limited Liability Company Act  
and Section 18-209 of the  
Delaware Limited Liability Company Act

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The undersigned Louisville Ladder Group LLC, a limited liability company formed and existing under and by virtue of the Delaware Limited Liability Company Act, 6 Del.C. § 18-101, *et seq.* (the "Delaware Act"); and

The undersigned Louisville Ladder Corp., a corporation formed and existing under and by virtue of the Missouri General and Business Corporation Law, Chapter 351, R.S.Mo.;

DOES HEREBY CERTIFY:

FIRST: The name and jurisdiction of formation or organization and nature or type of each of the constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>	<u>Nature or Type of Entity</u>
Louisville Ladder Corp.	Missouri	Corporation
Louisville Ladder Group LLC	Delaware	Limited Liability Company

**SECOND:** An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 18-209 of the Delaware Act and, with respect to Louisville Ladder Corp., Section 347.720 of the Missouri Limited Liability Company Act.

**THIRD:** The merger of Louisville Ladder Corp. into Louisville Ladder Group LLC shall be effective on September 30, 1998, at 11:59 p.m. eastern daylight time.

**FOURTH:** The name of the surviving entity is Louisville Ladder Group LLC, a Delaware limited liability company.

**FIFTH:** The organizational documents of the surviving entity shall be the certificate of formation of Louisville Ladder Group LLC.

**SIXTH:** The address of the registered office of Louisville Ladder Group LLC in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name and address of the registered agent for service of process on Louisville Ladder Group LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

**SEVENTH:** The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving Delaware limited liability company. The address of such place of business of the surviving Delaware limited liability company is

Louisville Ladder Group LLC  
1163 Algonquin Parkway  
Louisville, Kentucky 40208

**EIGHTH:** A copy of the Agreement and Plan of Merger will be furnished by Louisville Ladder Group LLC, on request and without cost, to any member of Louisville Ladder Group LLC, and to any stockholder of Louisville Ladder Corp.

