

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/31/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Dinex Holdings, Inc.		03/28/2008	CORPORATION: DELAWARE
Dinex International, Inc.		03/28/2008	CORPORATION: CONNECTICUT
Dinex International Sales, Inc.		03/28/2008	CORPORATION: DELAWARE
Foodsystems Equipment Leasing, Inc.		03/28/2008	CORPORATION: DELAWARE
Hospitality Harbour, Inc.		03/28/2008	CORPORATION: CONNECTICUT
Proex, Inc.		03/28/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Carlisle FoodService Products, Incorporated
Street Address:	4711 East Hefner Road
City:	Oklahoma City
State/Country:	OKLAHOMA
Postal Code:	73131
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 30**

Property Type	Number	Word Mark
Registration Number:	0825552	DINEX
Registration Number:	1586997	DINET-KIT
Registration Number:	1705042	PROLINE
Registration Number:	1813759	PROCAP
Registration Number:	1913365	DINEX
Registration Number:	1981510	TMP
Registration Number:	1995955	DINEX
Registration Number:	2031162	TURNBURY

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Registration Number:	2048670	PERFECT·TEMP
Registration Number:	2061344	DEVONSHIRE
Registration Number:	2067124	ELOQUENCE
Registration Number:	2072854	ROYAL LEGACY
Registration Number:	2102984	THE HERITAGE COLLECTION
Registration Number:	2150784	QUICK TEMP
Registration Number:	2164568	EZ-SIP
Registration Number:	2630711	THERMA SYSTEMS
Registration Number:	2654284	PERFECT SERVE
Registration Number:	2656275	TROPEZ
Registration Number:	2665992	THERMA-SYSTEMS
Registration Number:	2707873	OMNI
Registration Number:	2733117	TRADITION BY DINEX
Registration Number:	2823830	POLAR PELLET
Registration Number:	2918072	SMART-THERM
Registration Number:	2953251	POWER-THERM
Registration Number:	3021913	SURE-PAK
Registration Number:	3111933	PERFECT · SERV
Registration Number:	3124566	ROSE BRAND
Registration Number:	3309096	DINEXPRESS
Registration Number:	3421059	PERFECT SEAL
Registration Number:	3693116	MEALS ON COMMAND

**CORRESPONDENCE DATA**

Fax Number: (405)228-7306  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (405) 552-2306  
Email: anthony.rahhal@mcafeetaft.com  
Correspondent Name: Anthony L. Rahhal  
Address Line 1: 211 North Robinson  
Address Line 2: Tenth Floor, Two Leadership Square  
Address Line 4: Oklahoma City, OKLAHOMA 73102

ATTORNEY DOCKET NUMBER:	5280.6
NAME OF SUBMITTER:	Anthony L. Rahhal
Signature:	/Anthony L. Rahhal/

Date:

03/10/2010

**Total Attachments: 7**

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# 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:

"DINEX HOLDINGS, INC.", A DELAWARE CORPORATION,

"DINEX INTERNATIONAL, INC.", A CONNECTICUT CORPORATION,

"DINEX INTERNATIONAL SALES, INC.", A DELAWARE CORPORATION,

"FOODSYSTEMS EQUIPMENT LEASING, INC.", A DELAWARE CORPORATION,

"HOSPITALITY HARBOUR, INC.", A CONNECTICUT CORPORATION,

"PROEX, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CARLISLE FOODSERVICE PRODUCTS, INCORPORATED" UNDER THE NAME OF "CARLISLE FOODSERVICE PRODUCTS, INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2008, AT 4:40 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2008.

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

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6494912

DATE: 04-02-08

TRADEMARK  
REEL: 004164 FRAME: 0430

CERTIFICATE OF MERGER

OF

DINEX INTERNATIONAL SALES, INC.,

FOODSYSTEMS EQUIPMENT LEASING, INC.,

DINEX INTERNATIONAL, INC.,

HOSPITALITY HARBOUR, INC.,

DINEX HOLDINGS, INC.,

PROEX, INC.

AND

CARLISLE FOODSERVICE PRODUCTS, INCORPORATED

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Dinex International Sales, Inc., a Delaware corporation ("DIS"), FoodSystems Equipment Leasing, Inc., a Delaware corporation ("FoodSystems"), Dinex International, Inc., a Connecticut corporation ("Dinex"), Hospitality Harbour, Inc., a Connecticut corporation ("Hospitality"), Dinex Holdings, Inc., a Delaware corporation ("Holdings") and Proex, Inc., a Delaware corporation ("Proex"). DIS is a wholly-owned subsidiary of Dinex. FoodSystems, Dinex and Hospitality are wholly-owned subsidiaries of Holdings. Holdings and Proex are wholly-owned subsidiaries of Carlisle FoodService Products, Incorporated (DIS, FoodSystems, Dinex, Hospitality, Holdings and Proex are collectively referred to herein as the "disappearing corporations").

(ii) Carlisle FoodService Products, Incorporated, which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by the disappearing corporations in accordance with the laws of the States of their incorporation and by Carlisle FoodService Products, Incorporated in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Carlisle FoodService Products, Incorporated, which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of Carlisle FoodService Products, Incorporated, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

c/o Carlisle Companies Incorporated  
250 South Clinton Street, Suite 201  
Syracuse, New York 13202-1258

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

7. The authorized capital stock of (i) DIS consists of 100,000 shares of common stock, \$.001 par value, (ii) FoodSystems consists of 5,000 shares of common stock, no par value, (iii) Dinex consists of 5,000 shares of common stock, no par value, composed of two classes of shares designated Class A common stock of which 2,500 shares are authorized and Class B common stock of which 2,500 shares are authorized, (iv) Hospitality consists of 5,000 shares of common stock, no par value, (v) Holdings consists of 1,100,000 shares of common stock, \$0.01 par value, and (vi) Proex consists of 5,000 shares of common stock, \$1.00 par value.

8. The Agreement of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective on March 31, 2008.

Dated: March 28, 2008

DINEX INTERNATIONAL SALES, INC.

By: Steven J. Ford  
Steven J. Ford, Secretary

FOODSYSTEMS EQUIPMENT LEASING, INC.

By: Steven J. Ford  
Steven J. Ford, Secretary

DINEX INTERNATIONAL, INC.

By: Steven Ford  
Steven J. Ford, Secretary

HOSPITALITY HARBOUR, INC.

By: Steven Ford  
Steven J. Ford, Secretary

DINEX HOLDINGS, INC.

By: Steven Ford  
Steven J. Ford, Secretary

PROEX, INC.

By: Steven Ford  
Steven J. Ford, Secretary

CARLISLE FOODSERVICE PRODUCTS,  
INCORPORATED

By: Steven Ford  
Steven J. Ford, Secretary

Continuation of Item 1 – Name of Conveying Parties

Dinex International, Inc., a Connecticut corporation

Dinex International Sales, Inc., a Delaware corporation

Foodsystems Equipment Leasing, Inc., a Delaware corporation

Hospitality Harbour, Inc., a Connecticut corporation

Proex, Inc., a Delaware corporation



Continuation of Item 4 –  
 Registration Number(s) and Identification or Description of the Trademark

<u>Registration No.</u>	<u>Trademark</u>
1,586,997	DINET-KIT
1,705,042	PROLINE
1,813,759	PROCAP
1,913,365	DINEX
1,981,510	TMP
1,995,955	DINEX
2,031,162	TURNBURY
2,048,670	PERFECT-TEMP
2,061,344	DEVONSHIRE
2,067,124	ELOQUENCE
2,072,854	ROYAL LEGACY
2,102,984	THE HERITAGE COLLECTION
2,150,784	QUICK TEMP
2,164,568	EZ-SIP
2,630,711	THERMA SYSTEMS
2,654,284	PERFECT SERVE
2,656,275	TROPEZ
2,665,992	THERMA-SYSTEMS
2,707,873	OMNI
2,733,117	TRADITION BY DINEX
2,823,830	POLAR PELLET
2,918,072	SMART-THERM
2,953,251	POWER-THERM
3,021,913	SURE-PAK
3,111,933	PERFECT • SERV
3,124,566	ROSE BRAND
3,309,096	DINEXPRESS
3,421,059	PERFECT SEAL
3,693,116	MEALS ON COMMAND