

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308513

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	02/10/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Comex USA, Inc.		02/11/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	SWC Acquisition Corp.		
Street Address:	101 W. Prospect Avenue		
City:	Cleveland		
State/Country:	OHIO		
Postal Code:	44115-1075		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3924316	PAINTER'S DAY	
Registration Number:	4035869	SOLACE	
CORRESPONDENCE DATA			
Fax Number:	2165154400		
<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:	2165662487		
Email:	legal_ip@sherwin.com		
Correspondent Name:	Vivien Y. Tsang, Reg. No. 40,209		
Address Line 1:	101 W. Prospect Avenue, Legal Dept.		
Address Line 2:	c/o The Sherwin-Williams Company		
Address Line 4:	Cleveland, OHIO 44115-1075		
ATTORNEY DOCKET NUMBER:	17901		
NAME OF SUBMITTER:	Vivien Y. Tsang, Reg. No. 40,209		
SIGNATURE:	/Vivien Y. Tsang/		
DATE SIGNED:	06/24/2014		
Total Attachments: 6			
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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 OWNERSHIP, WHICH MERGES:

"COMEX USA, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SWC ACQUISITION CORP." UNDER THE NAME OF "SWC ACQUISITION CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF FEBRUARY, A.D. 2014, AT 7:34 O'CLOCK P.M.

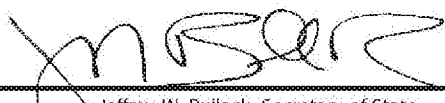
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1152155

DATE: 02-21-14

TRADEMARK
REEL: 005308 FRAME: 0177

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

COMEX USA, INC.

WITH AND INTO

SWC ACQUISITION CORP.

Pursuant to Title 8, Section 253 of the Delaware General Corporation Law (the "DGCL"), SWC Acquisition Corp., an Ohio corporation incorporated on the 9th day of July 2013 (the "Corporation"), does hereby certify:

1. The Corporation owns 100% of the capital stock of Comex USA, Inc., a Delaware corporation incorporated on the 9th day of September 2004 (the "Subsidiary").
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on February 10, 2014, and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL (the "Merger").
3. The Corporation shall be the surviving corporation of the Merger.
4. The Certificate of Ownership and Merger and the Merger shall become effective upon the filing of such Certificate of Ownership and Merger with the Delaware Secretary of State.
5. The Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as the enforcement of any obligation of the Corporation arising from the Merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail a copy of any such process to the Corporation at 101 W. Prospect Avenue, Cleveland, Ohio 44115.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of
Ownership and Merger to be signed by an authorized officer the 11th of February, 2014.

SWC ACQUISITION CORP.

By 

Name: Catherine M. Kilbane

Title: Vice President and Secretary

EXHIBIT A

See attached.

**SWC ACQUISITION CORP.
UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS**

February 10, 2014

The undersigned, being the sole member of the board of directors (the "Board") of SWC Acquisition Corp., an Ohio corporation (the "Corporation"), does hereby take the following action and adopt the following resolutions by unanimous written consent pursuant to Section 1701.54 of the Ohio Revised Code:

WHEREAS, the Corporation owns 100% of the capital stock of Comex USA, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Board deems it to be advisable and in the best interests of the Corporation to enter into that certain Agreement and Plan of Merger (the "Merger Agreement"), substantially in the form provided to the Board, pursuant to which the Subsidiary will be merged with and into the Corporation, with the Corporation as the surviving corporation (the "Merger").

NOW, THEREFORE, BE IT RESOLVED, that the Merger and the execution, delivery, and performance by the Corporation of the Merger Agreement and the transactions contemplated thereby are hereby approved;

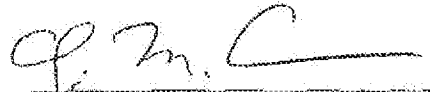
FURTHER RESOLVED, that any duly elected and authorized officer of the Corporation (each an "Authorized Officer" and, collectively, the "Authorized Officers") is hereby authorized to execute and deliver the Merger Agreement in the name and on behalf of the Corporation and to cause the Corporation to fully perform its obligations under the Merger Agreement and the transactions contemplated thereby, including the preparation and execution of a Certificate of Merger to be filed with the Ohio Secretary of State and a Certificate of Ownership and Merger to be filed with the Delaware Secretary of State;

FURTHER RESOLVED, that each of the Authorized Officers is hereby authorized to prepare, execute, and deliver any and all agreements, including ancillary agreements, certificates, instruments, and other documents in the name and on behalf of the Corporation as may be necessary in the judgment of such Authorized Officers and to perform and do or cause to be performed or done any and all such acts or things as they or any of them may deem necessary or appropriate to carry out the transactions contemplated by these resolutions; and

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by any Authorized Officer or Authorized Officers within the terms of the foregoing resolutions are hereby ratified and confirmed as the acts and deeds of the Corporation.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this action to be executed
as of the date first set forth above.



Christopher M. Connor
Director

Written Consent
Merger of Camex USA, Inc.
Into SIVC Acquisition Corp.
TRADEMARK