OP \$65.00 4013023

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 ETAS ID: TM377526

Stylesheet Version v1.2

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
	Corrective Assignment to correct the incorporation state of the Assignee previously recorded on Reel 005618 Frame 0759. Assignor(s) hereby confirms the Merger.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BRAMMALL, INC.		12/29/2010	Corporation:

RECEIVING PARTY DATA

Name:	E.J. BROOKS COMPANY
Street Address:	409 Hoosier Dr
City:	ANGOLA
State/Country:	INDIANA
Postal Code:	46703
Entity Type:	Corporation: NEW JERSEY

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	4013023	TY LOC
Registration Number:	1489011	GUARD-LOCK

CORRESPONDENCE DATA

Fax Number: 6169755505

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.

Phone: 6169755500 **Email:** sytsma@glbf.com

Correspondent Name: GARDNER, LINN, BURKHART & FLORY, LLP

Address Line 1:2851 charlevoix dr., s.e., suite 207Address Line 4:GRAND RAPIDS, MICHIGAN 49546

ATTORNEY DOCKET NUMBER:	EJB01 T-128
NAME OF SUBMITTER:	TIMOTHY A. FLORY
SIGNATURE:	/Timothy A. Flory/
DATE SIGNED:	03/22/2016

Total Attachments: 10 source=Merger#page1.tif source=Merger#page2.tif

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OP \$65.00 1489011

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

ETAS ID: TM354375

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BRAMMALL, INC.		12/29/2010	CORPORATION:

RECEIVING PARTY DATA

Name:	E.J. BROOKS COMPANY
Doing Business As:	
Street Address:	409 Hoosier Drive
City:	Angola
State/Country:	INDIANA
Postal Code:	46703
Entity Type:	CORPORATION: INDIANA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1489011	GUARD-LOCK
Registration Number:	4013023	TY LOC

CORRESPONDENCE DATA

Fax Number: 6169755505

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.

Phone: 6169755500 **Email:** sytsma@glbf.com

Correspondent Name: GARDNER, LINN, BURKHART & FLORY, LLP

Address Line 1: 2851 charlevoix dr., s.e., suite 207
Address Line 4: GRAND RAPIDS, MICHIGAN 49546

ATTORNEY DOCKET NUMBER:	EJB01 AMISC
NAME OF SUBMITTER:	TIMOTHY A. FLORY
SIGNATURE:	/Timothy A. Flory/
DATE SIGNED:	09/09/2015

Total Attachments: 8

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REEL: 005658 FRAME: 0399

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TRADEMARK REEL: 005658 FRAME: 0300



Brammall,

Name of Corporation

State of Domicile Name of Corporation State of Domicile

State of Domidle Indiana

Inc.



TODD ROKITA
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington Street, Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-1-40-1 ef. seq. FILING FEE: \$90.00

INSTRUCTIONS: Use 8 t/2" x 11" white paper for attachments.

Present original and one (1) copy to the address in upper right corner of this form.

Please TYPE or PRINT.

Please visit our office on the web at www.sos.in.gov.

	ARTICLES OF MERGER / SHARE EXCHANGE OF Brammall, Inc. /9/303-2/6
***	(hereinatter The nonsurviving corporation(s)")
	ОТИ
	E. J. Brooks Company
	(hereinater the surviving corporation") EFFECTIVE AS OF DECEMBER 31, 2010 CONTROL OF SOCIAL CONTROL O
	ARTICLE I - SURVIVING CORPORATION
	E I Brooks Company
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a. The surviving corporation is a do	to (designate which) been changed as a result of the merger. Important to the provisions of the Indiana Business Corporation Law Incorporated on foreign corporation incorporated under the laws of the State of the

Date of Incorporation or qualification in Indiana (If applicable)
March 9, 1983

Date of incorporation or qualification in Indiana (if applicable)

Date of incorporation or qualification in Indiana (if applicable)

ARTICLE HI - PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

TRADEMARK

REEL: 005658 FRAME: 0308

Indiana Secretary of State Packet: 2011010300038 Filing Date: 12/29/2010

Effective Date: 12/31/2010

DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common) N/A NUMBER OF OUTSTANDING SHARES 100 NUMBER OF VOTES ENTITLED TO BE CAST 100 SHARES VOTED IN FAVOR 100 SHARES VOTED IN FAVOR 100 SHARES VOTED AGAINST -0- ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2) Shareholder vote not required. The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required. When the designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes antitled to be east by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below. A. Unanimous written consert executed on December 31 2010 and signed by all shareholders entitled to vote. B. Vote of shareholders during a meeting called by the Board of Directors.	
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NUMBER OF VOTES REPRESENTED AT MEETING 2,000	
SHARES VOTED IN FAVOR 2,000	
SHARES VOTED AGAINST - 0 -	
In Witness Whereof, the undersigned being the Treasurerof the surviving	_]
Officer or Chairman of Board corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalities of perjury that the statements contained	_
herein are true, this 28thday ofday o	
Signature Printed name Bruce Heinemann, Treasurer	

TRADEMARK REEL: 005658 FRAME: 0302

AGREEMENT AND PLAN OF MERGER

Between

BRAMMALL, INC.

And

E.J. BROOKS COMPANY

December 29, 2010

#1191617v2

TRADEMARK REEL: 005658 FRAME: 0466

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER (this "Agreement"), dated as of December 29, 2010, by and between Brammall, Inc., an Indiana corporation ("Brammall"), and E.J. Brooks Company, a New Jersey corporation ("E.J. Brooks").

RECITALS

WHEREAS, the respective boards of directors of each of Brammall and E.J. Brooks have approved the merger of Brammall with and into E.J. Brooks with E.J. Brooks as the surviving entity (the "Merger") and approved the Merger upon the terms and conditions set forth in this Agreement; and

WHEREAS, the respective shareholders of each of Brammall and E.J. Brooks have approved the Merger;

NOW, THEREFORE, in consideration of the premises and agreements contained herein, the parties hereto agree as follows:

ARTICLE I

- 1.1 The Merger, Upon the terms and subject to the conditions set forth in this Agreement, at the Effective Time (as hereinafter defined), Brammall shall merge with and into E.J. Brooks and the separate corporate existence of Brammall shall thereupon cease. E.J. Brooks shall be the surviving corporation in the Merger (sometimes hereinafter referred to as the "Surviving Corporation"), and the separate corporate existence of E.J. Brooks with all its rights, privileges, immunities, powers and franchises shall continue unaffected by the Merger, except as set forth in Article II. The Merger shall have the effects specified in the Business Corporation Act of New Jersey, as amended (the "Act"), and the Indiana Code, as amended (the "Code").
 - 1.2 <u>Effective Time</u>. At the Effective Time:
- (a) E.J. Brooks and Brammall will cause a Certificate of Merger to be executed and delivered to the Secretary of State of the State of New Jersey as provided in Section 14A:10-4.1 of the Act.
- (b) E.J. Brooks and Brammall will cause Articles of Merger to be executed and delivered to the Secretary of State of the State of Indiana as provided in Section 23-1-40-5 of the Code.
- (c) The Merger shall become effective at 11:59 P.M. on December 31, 2010 (the "Effective Time").

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Indiana Secretary of State Packet: 2011010300038 Filing Date: 12/29/2010

Effective Date: 12/31/2010

ARTICLE II

- 2.1 <u>The Certificate of Incorporation</u>. At the Effective Time, the certificate of incorporation of E.J. Brooks as in effect immediately prior to the Effective Time shall be the certificate of incorporation of the Surviving Corporation.
- 2.2 <u>The Bylaws</u>. At the Effective Time, the bylaws of E.J. Brooks as in effect immediately prior to the Effective Time shall be the bylaws of the Surviving Corporation.

ARTICLE III

- 3.1 <u>Directors</u>. The directors of E.J. Brooks immediately prior to the Effective Time shall, from and after the Effective Time, be the directors of the Surviving Corporation until their successors have been duly elected and appointed and qualified or until their earlier death, resignation or removal in accordance with the certificate of incorporation and the bylaws and the board of directors of E.J. Brooks shall take all such actions as may be necessary or appropriate to give effect to the foregoing.
- 3.2 Officers. The officers of E.J. Brooks immediately prior to the Effective Time shall, from and after the Effective Time, be the officers of the Surviving Corporation until their successors have been duly elected and appointed and qualified or until their earlier death, resignation or removal in accordance with the certificate of incorporation and the bylaws.
- 3.3 Appointment of Agent; Payment to Dissenting Shareholders. The Surviving Corporation hereby appoints the Secretary of State of the State of Indiana as its agent for service of process in a proceeding to enforce any obligation of Brammall or the rights of dissenting Brammall shareholders. The Surviving Corporation hereby agrees that it will promptly pay the dissenting shareholders of Brammall the amount if, any, they are entitled to under Section 23-1-44 of the Code.

ARTICLE IV

- 4.1 Shares. Immediately prior the Effective Time:
- (a) The number of authorized shares of capital stock of E.J. Brooks is One Hundred (102) consisting of One Hundred (102) shares of common stock, no par value. The number of outstanding shares of E.J. Brooks common stock is One Hundred (100) (each individually, an "E.J. Brooks Share" and collectively, the "E.J. Brooks Shares"); and
- (b) The number of authorized shares of capital stock of Brammall is Two Thousand (2,000) consisting of Two Thousand (2,000) shares of common stock, no par value. The number of outstanding shares of Brammall common stock is Two Thousand (2,000) (each individually, a "Brammall Share" and collectively, the "Brammall Shares").

Indiana Secretary of State Packet: 2011010300038 Filing Date: 12/29/2010

Effective Date: 12/31/2010

4.2 <u>Share Conversion</u>. As of the Effective Time, by virtue of the Merger and without any action on the part of E.J. Brooks, Brammall or any holder of E.J. Brooks Shares and Brammall Shares:

- (a) Each E.J. Brooks Share issued and outstanding immediately prior to the Effective Time shall, from and after the Effective Time, remain issued and outstanding; and
- (b) The Brammall Shares shall be exchanged for one (1) E.J. Brooks Share, \$10.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and agreed to by the respective parties. All Brammall Shares shall be cancelled and shall cease to exist and each certificate formerly representing any of such Brammall Shares shall have been cancelled or destroyed.

ARTICLE V

- 5.1 <u>Modification</u>. Subject to the provisions of applicable law, at any time prior to the Effective Time, this Agreement may be amended, modified or supplemented in writing only by the mutual consent of the parties hereto, by action of the board of directors of the respective parties.
- 5.2 <u>Counterparts</u>. This Agreement may be executed in any number of counterparts, each such counterpart being deemed to be an original instrument, and all such counterparts shall together constitute the same agreement.
- 5.3 <u>Governing Law</u>. This Agreement shall be deemed to be made and in all respects shall be interpreted, construed and governed by and in accordance with the law of the State of Indiana without regard to the conflict of law principles thereof.
- 5.4 <u>Entire Agreement</u>. This Agreement constitutes the entire agreement and supersedes all other prior agreements, understandings, representations and warranties both written and oral, among the parties, with respect to the subject matter hereof.
- 5.5 Severability. The provisions of this Agreement shall be deemed severable and the invalidity or unenforceability of any provision shall not affect the validity and enforceability or the other provisions hereof. If any provision of this Agreement, or the application thereof to any person or circumstance, is invalid or unenforceable: (a) a suitable and equitable provision shall be substituted therefore in order to carry out, so far as may be valid and enforceable, the intent and purpose of such invalid and unenforceable provision and (b) the remainder of this Agreement and the application of such provision to other persons or circumstances shall not be affected by such invalidity or unenforceability, nor shall such invalidity or unenforceability affect the validity or enforceability of such provision, or the application thereof, in any other jurisdiction.

[Signature Page Follows]

IN WITNESS WHEREOF, this Agreement has been duly executed and delivered by the authorized officers of the parties hereto as of the date first written above.

BRAMMALL, INC.

Name: Bruce Heinemann

Title: Treasurer

E.J. BROOKS COMPANY

Name: Bruce Heinemann

Title: Treasurer

4

State of Indiana Office of the Secretary of State

CERTIFICATE OF MERGER

οf

E.J. BROOKS COMPANY

I, CHARLES P. WHITE, Secretary of State of Indiana, hereby certify that Certificate of Merger of the above New jersey For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

BRAMMALL, INC.

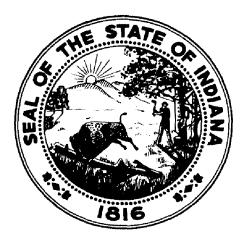
a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:

E.J. BROOKS COMPANY

Indiana Secretary of State Packet: 2011010300038 Filing Date: 12/29/2010 Effective Date: 12/31/2010

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, December 31, 2010.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 29, 2010.

CHARLES P. WHITE, SECRETARY OF STATE

2011010300038/2011010358229

TRADEMARK REEL: 005**65**8 FRAME: 0**4**08

RECORDED: 09/22/2016