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DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
05/05/2009	200912500216	MERGED OUT OF EXISTENCE (MEX)	175.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM
4400 EASTON COMMONS WAY, SUITE 125
ATTN: TIMOTHY ROBERSON
COLUMBUS, OH 43219

STATE OF OHIO
CERTIFICATE
Ohio Secretary of State, Jennifer Brunner

865614

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

UNIONTOOLS, INC.

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
MERGED OUT OF EXISTENCE	**200912500216**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 4th day of May, A.D. 2009.

Ohio Secretary of State

DOC ID ----> 200912500216

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"UNIONTOOLS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ACORN PRODUCTS, INC." UNDER THE NAME OF "ACORN PRODUCTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2006, AT 4:55 O'CLOCK P.M.

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

2364543 8330

071153836

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6104434

DATE: 10-25-07

DOC ID ----> 200912500216

Prescribed by:
The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
○ Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of $100 ***
○ No	PO Box 1028 Columbus, OH 43216

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.u

STATEMENT UNDER SECTION 1703.17

(For Foreign, Profit or Nonprofit)

(164-1703-17)

Filing Fee $50.00

Pursuant to the provisions of Section 1703.17 of the Revised Code of Ohio,

UnionTools, Inc. (Name of Corporation) 865614 (Ohio License No.), a

corporation organized under the laws of the state of Delaware (state) states that the address to which the Secretary of State may mail any process against such corporation that may be served upon him, and may mail any other notices, certificates, or statements is

c/o Legal Department, 465 Railroad Avenue
(street address)

Camp Hill (city, township, or village) PA (state) 17001 (zip code)

UnionTools, Inc.
(Name of Corporation)

Signature: 

Name: David M. Nuti

Title: Vice President Finance

NOTE: This certificate must accompany a certificate or certified copy of dissolution, merger, consolidation, or court order terminating the existence of the corporation submitted in lieu of a certificate of surrender of license.

DOC ID ----> 200912500216

AFFIDAVIT BY A FOREIGN CORPORATION

In lieu of surrender releases from various governmental authorities (§ 1703.17(D) ORC)

UnionTools, Inc.

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate of Surrender and was advised IN WRITING of the acknowledgement by the corporation that the surrender of its license does not release it of liability, if any, for payment of taxes and contributions due.

AGENCY	DATE NOTIFIED
1. Ohio Department of Taxation Dissolution Section Box 182382 Columbus, Ohio 43218-2382	2/10/09
2. Ohio Job & Family Services Status and Liability Section Data Correspondence Control 4300 Kimberly Parkway Columbus Oh 43232 (614) 466-2319	2/10/09
3. The treasurer of any County named below:	
NOBLE	2/10/09

(Note: This affidavit must be signed by one or more persons executing the certificate of surrender or by an officer of the corporation.)

Signature _____ Title Vice President Finance

Name David M. Nuti

465 Railroad Avenue
(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

Camp Hill (City) PA (State) 17001 (Zip)

Sworn to before me and subscribed in my presence on 2/12/09 (date) _____ (Notary Public)

Notarial Seal
Sue A. Hasley, Notary Public
Camp Hill Boro, Cumberland County
My Commission Expires Aug. 3, 2010
Member, Pennsylvania Association of Notaries

Commission Expires August 3, 2010

SEAL

DOC ID ----> 200912500216

AFFIDAVIT OF PERSONAL PROPERTY

STATE OF ~~OHIO~~ PENNSYLVANIA

COUNTY OF: Cumberland :SS

David M. Nuti, being first duly sworn, deposes and says that she/he is

VP Finance (title) of UniBOOKS, Inc., that this affidavit is made in compliance with section 1703.17 (Section #) of the ORC;

That said corporation has: (choose one of the following)

☐ A. has no personal property in any county in the State of Ohio:

☑ B. personal property only in the following county(ies)

NOBLE , , ,

and that the net assets of said corporation are sufficient to pay all personal property taxes accrued to date.

Signature: _____

Name: David M. Nuti, Vice President Finance

Sworn before me and subscribed in my presence on 2/12/09 (date)

Sue A. Harley, Notary Public
Camp Hill Boro, Cumberland County
My Commission Expires Aug. 3, 2010
Member, Pennsylvania Association of Notaries

(Notary Seal)

Sue A. Harley (Notary Public)

Commission expires August 3, 2010 (date)