



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
05/30/2025	202515001618	Merger (MER)	99.00	300.00	0.00	0.00

Receipt

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

CT CORPORATION SYSTEM
ATTN: JAMES H TANKS III
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
8027

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

THE SHERWIN-WILLIAMS COMPANY

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

Document(s)

Merger

Document No(s):

202515001618

Effective Date: 05/30/2025



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
30th day of May, A.D. 2025.

Ohio Secretary of State

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
05/30/2025	202515001618	MERGED OUT OF EXISTENCE (MEX)	0.00	0.00	0.00	0.00

Receipt

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CT CORPORATION SYSTEM
ATTN: JAMES H TANKS III
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
4109593

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

GUARDSMAN OHIO CORPORATION

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

Document(s)

MERGED OUT OF EXISTENCE

Effective Date: 05/30/2025

Document No(s):

202515001618



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
30th day of May, A.D. 2025.

A handwritten signature in cursive script, appearing to read "Frank LaRose".

Ohio Secretary of State

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CT CORPORATION SYSTEM
ATTN: JAMES H TANKS III
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
733892

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
PLASTI-KOTE CO., INC.

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

Document(s)

MERGED OUT OF EXISTENCE

Effective Date: 05/30/2025

Document No(s):

202515001618



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
30th day of May, A.D. 2025.

A handwritten signature in cursive script, appearing to read "Frank LaRose".

Ohio Secretary of State

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CT CORPORATION SYSTEM
ATTN: JAMES H TANKS III
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
4359774

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

WATSON ACQUISITION CO. LLC

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

Document(s)

MERGED OUT OF EXISTENCE

Effective Date: 05/30/2025

Document No(s):

202515001618

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
30th day of May, A.D. 2025.

A handwritten signature in black ink, appearing to read "Frank LaRose".

Ohio Secretary of State

Form 551 Prescribed by:



For screen readers, follow instructions located at this path.

INSTRUCTIONS

- Include the filing fee.
- Make check or money order payable to Ohio Secretary of State.
- Print on single-sided 8 1/2 x 11 paper.
- Double sided paper will be rejected.
- Information must be typed.
- Illegible forms will be rejected

MAIL TO

Regular Service:
P.O. Box 1329
Columbus, OH 43216

OR

Expedite Service:
P.O. Box 1390
Columbus, OH 43216

Certificate of Merger

To be used when at least one constituent entity is an Ohio entity.

Filing Fee: \$99**(154-MER)****Forms Must Be Typed**

2025 MAY 30 AM 10:47

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. (Surviving) Entity**A. Name of Entity Surviving the Merger**

The Sherwin-Williams Company

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1. ☒ **Domestic (Ohio entity)** ☐ **Foreign (Non-Ohio Entity)**

Jurisdiction of formation

2. Charter/Registration/License Number

8027

(If licensed in Ohio as domestic or foreign)

3. ☒ **For-Profit Corporation**

Nonprofit Corporation

☐ **Limited Liability Company**☐ **Partnership**☐ **Limited Partnership**☐ **Limited Liability Partnership**☐ **Unincorporated Nonprofit Association**

II. CONSTITUENT ENTITY

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/ Registration Number	Jurisdiction of Formation	Type of Entity
Guardsman Ohio Corporation	4109593	Ohio	Corporation
Plasti-Kote Co., Inc.	733892	Ohio	Corporation
Watson Acquisition Co. LLC	4359774	Ohio	LLC
See attached			

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

The Sherwin-Williams Company

Name

101 West Prospect Avenue, 1180 Midland Building

Mailing Address

Cleveland

City

OH

State

44115

Zip Code

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on 5/30/2025 (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

Supplement to Certificate of Merger**Supplement to Part II Constituent Entity**

Entity Name	Ohio Charter / License / Registration Number	Jurisdiction of Formation	Type of Entity
Valspar Holdings I, Inc.	N/A	Delaware	Corporation
Valspar Holdings II, Inc.	N/A	Delaware	Corporation
Valspar Industries Holding, LLC	N/A	Minnesota	LLC

VI. STATEMENT OF MERGER

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.

If the surviving entity is a foreign entity **NOT** licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Agent Address (Post office boxes and CMRAs are **NOT** allowed. See instruction for details.)

City

State

ZIP Code

VIII. AMENDMENTS

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

☐ Amendments are attached

☒ No Amendments

If you are amending the total number of shares, please complete this box so the appropriate filing fee is charged.

Total number of shares previously listed in the Articles or other Amendments with the Ohio Secretary of State:

With the submission of this amendment, NEW total number of shares:

IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by Ohio Revised Code §1701.86(H) and §1701.81(B)(5) (with respect to each for-profit domestic constituent corporation) or Ohio Revised Code §1702.47(G) and §1702.43(A)(5) (with respect to each nonprofit domestic constituent corporation) and/or by the affidavits, receipts, certificates, or other evidence required by Ohio Revised Code §1703.17(C) or §1703.17(D) (with respect to each foreign constituent corporation licensed to transact business in Ohio). In lieu of receipts, certificates or other evidence you may complete and execute the Affidavit on page 6 and complete the Personal Property Affidavit on page 7.

X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

Foreign Qualifying Corporation - Form 530A or B and Certificate of Good Standing

Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) - Form 552

Foreign Qualifying Limited Liability Company - Form 617

Foreign Qualifying Limited Partnership - Form 531B

Foreign Qualifying Limited Liability Partnership - Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

See attached

Name of entity

By:

Signature

Its:

Title

Name of entity

By:

Signature

Its:

Title

Name of entity

By:

Signature

Its:

Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1706.712(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

The Sherwin-Williams Company

By: 

Name: Stephen J. Perisutti

Its: Senior Vice President, Deputy General Counsel and Assistant Secretary

Guardsman Ohio Corporation

By: 

Name: Stephen J. Perisutti

Its: Vice President and Assistant Secretary

Plasti-Kote Co., Inc.

By: 

Name: Stephen J. Perisutti

Its: Vice President and Assistant Secretary

Valspar Holdings I, Inc.

By: 

Name: Stephen J. Perisutti

Its: Vice President and Assistant Secretary

Valspar Holdings II, Inc.

By: 

Name: Stephen J. Perisutti

Its: Vice President and Assistant Secretary

Valspar Industries Holding, LLC

By: 

Name: Stephen J. Perisutti

Its: Vice President and Assistant Secretary

Watson Acquisition Co. LLC

By: 

Name: Stephen J. Perisutti

Its: Authorized Person