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MERGER OR SHARE EXCHANGE

CLOSETMAID CORPORATION

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ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
<u>ClosedMaid Corporation</u>	<u>Florida</u>	<u>295871</u>

Second: The name and jurisdiction of each merging corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
<u>DO+ABLE PRODUCTS, INC.</u>	<u>California</u>	

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 10 / 01 / 2007 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more
at 12:01 a.m. than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)
The Plan of Merger was adopted by the shareholders of the surviving corporation on September 26, 2007

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____
and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)
The Plan of Merger was adopted by the shareholders of the merging corporation(s) on September 26, 2007

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____
and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual & Title</u>
<u>ClosetMaid Corporation</u>	<u><i>Timothy G. Westman</i></u>	<u>Timothy G. Westman, Secretary</u>
<u>DO+ABLE PRODUCTS, INC.</u>	<u><i>Timothy G. Westman</i></u>	<u>Timothy G. Westman, Assistant Secretary</u>
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(Non Subsidiaries)

First: The name and jurisdiction of the surviving corporation:

Jurisdiction

Florida

Name _____

Jurisdiction

California

SEE ATTACHED AGREEMENT AND PLAN OF MERGER.

SEE ATTACHED AGREEMENT AND PLAN OF MERGER.

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THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

None.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

SEE ATTACHED AGREEMENT AND PLAN OF MERGER.

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER is made and entered into as of September 26, 2007, by and between ClosetMaid Corporation, a Florida corporation ("ClosetMaid"), and DO+ABLE Products, Inc., a California corporation ("DO+ABLE").

WHEREAS, the parties deem it desirable that, upon the terms and subject to the conditions hereof, DO+ABLE merge with and into ClosetMaid, with ClosetMaid as the surviving corporation of such merger (the "Merger").

NOW, THEREFORE, in consideration of the mutual promises made herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ClosetMaid and DO+ABLE agree as follows:

1. Merger. At 12:01 a.m. upon the date specified in the documents required by applicable law to be filed with the Secretary of State of Florida (the "Effective Time"), DO+ABLE shall be merged with and into ClosetMaid, with ClosetMaid as the surviving entity of the Merger.
2. Cancellation of Capital Stock. At the Effective Time, all issued and outstanding shares of capital stock, and all shares of capital stock that remain unissued of DO+ABLE shall be canceled without consideration.
3. Submission to Shareholders; Filing. This Agreement and Plan of Merger shall be submitted to the shareholders of ClosetMaid and DO+ABLE required to vote hereon pursuant to the applicable laws of the states of Florida and California. If this Agreement and Plan of Merger is duly adopted and is not terminated as permitted by Section 7, the parties shall execute and cause to be filed such documents as are required by law to cause the Merger to become effective in the manner prescribed by the laws of Florida and California.
4. Plan of Reorganization under IRC Section 368(a)(1)(A). This Agreement and Plan of Merger constitutes a Plan of Reorganization under Internal Revenue Code Section 368(a)(1)(A) and the regulations thereunder. If this Agreement and Plan of Merger is duly approved by the board of directors of ClosetMaid and DO+ABLE and is adopted by the shareholders of ClosetMaid and DO+ABLE, then the Plan of Reorganization is deemed adopted by ClosetMaid and DO+ABLE.
5. Articles of Incorporation and Bylaws. The articles of incorporation and bylaws of ClosetMaid, the surviving corporation, shall not be changed as a result of or in connection with the Merger.
6. Assets, Liabilities, and Rights. At the Effective Time, and in accordance with applicable law, all of the assets, liabilities, rights, privileges, immunities, and franchises of DO+ABLE and ClosetMaid and all property (real, personal, and mixed) of, and debts due to DO+ABLE and ClosetMaid shall, for all purposes and in all respects, be and constitute the assets, liabilities, rights, privileges, immunities, franchises, property and debts due to ClosetMaid as the surviving corporation.

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7. Amendment and Termination. To the extent permitted by applicable law at any time prior to the Effective Time, this Agreement and Plan of Merger may be (a) amended by an agreement in writing between the boards of directors of ClosetMaid and DO+ABLE or (b) terminated by the board of directors of ClosetMaid and DO+ABLE.

[Remainder of this page left intentionally blank; signature page follows.]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be duly executed as of the date first written above.

CLOSETMAID CORPORATION

By: Timothy G. Westman
Name: Timothy G. Westman
Title: Secretary

DO+ABLE PRODUCTS, INC.

By: Timothy G. Westman
Name: Timothy G. Westman
Title: Assistant Secretary