

To the Hc  
Please rec



101001971

Trademarks  
copy thereof:

3/16/99

- 1. Name of Party(ies) conveying an Interest:
- 2. Name and Address of Party(ies) receiving an interest:

SAC Corporation

General Signal Corporation  
700 Terrace Point Drive  
Muskegon, Michigan 4944-3301

Entity:  Individual(s)  
 General Partnership  
 Corporation-State: Delaware  
 Association  
 Merger  
 Other: \_\_\_\_\_

Entity:  Individual(s)  
 General Partnership  
 Corporation-State: New York  
 Association  
 Merger  
 Other: \_\_\_\_\_

3. Interest Conveyed:

Assignment  
 Change of Name  
 Security Agreement  
 Merger  
 Other: \_\_\_\_\_

If not domiciled in U.S., a domestic representative designation is attached:

Yes  
 No

4. Application No. or Registration No. Additional sheet attached?  Yes  No

A. Trademark Application No.(s):

See attached Schedule

B. Trademark Registration No.(s):

See attached Schedule

5. Name and Address of Party to Whom Correspondence concerning document should be mailed:

John H. Weber  
PEPPER HAMILTON LLP  
1300 Nineteenth Street, N.W.  
Washington, DC 20036

6. Number of applications and registrations involved:

52

7. Amount of Fee Enclosed or Authorized to be Charged:

\$1315.00

8. The Commissioner is hereby authorized to charge any deficiency in payment of the required fee(s) or credit any overpayment to Deposit Account No. 50-0436.

04/05/1999 VBROWN 00000046 500436 75491973

01 FC:481 40.00 CH  
02 FC:482 1275.00 CH

DO NOT USE THIS SPACE

9. Date of Execution of attached Document: October 6, 1998

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

March 16, 1999  
Date

John H. Weber

# SCHEDULE

<u>Trademark</u>	<u>Application Serial No.</u>
INTELLISEAL & DEVICE	75/491973
DIGITGIDE	74/212783
NGRTH	75/361,525
VALUMETRIC	75/117,056

<u>Trademark</u>	<u>Registration Number</u>
G-V	1255163
HEVI-DUTY	774982
ACCUTRAX	1886582
AIR-O-MOTOR	391758
DEZ MONOGRAM (e in lowercase)	777698
DEZURIK	777697
FLOWING	1139398
POWERRAC	1783298
DRY-PACK	875636
REDLINE & DEVICE	681076
THE QUIET ONE	1996959
THERMULATOR	1767964
CAPCO	1753605
HAMCO	1703104
KAYEX	1701444
ADJUST-A-MIX	1286858
INLINER	1189130
LIGHTNIN	682153
LIGHTNIN	699396
LIGHTNIN	1263995
LIGHTNIN	1118165
LIGHTNIN	1147586
LIGHTNIN	1445987
LINE BLENDER	768031
LTS	1117628
MAGMIXER	1861347
MIXCO	1345629
ULTRAMIX	1777019
VEKTOR	1678982
ACCUCHECK	2144938
ACCUFLEX	2024652
ACCUROLL	2091816
ACCUTEL	1252190
BIF	850555

**Schedule Cont'd**

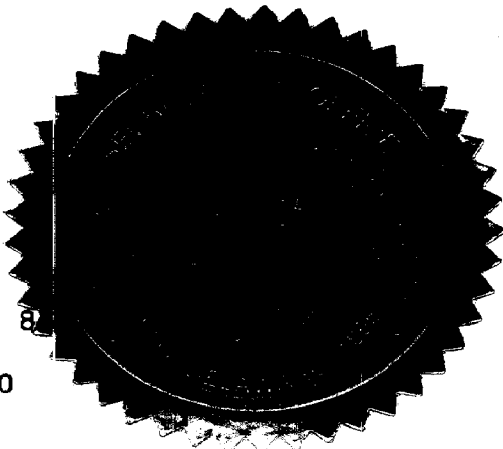
BIF	850576
BIF	852309
BRITE & DESIGN	1271604
CHRONOFLO	3066069
COALLECTOR	1780044
CONICAL	520863
POLYPAK	1001265
PURIFAX	952628
SBF	1228306
SHUNTFLO	558500
STOCK	1569247
STOCK (LOGO)	2033593
STOCK 196	1841250
UNIVERSAL VENTURI TUBE	2149101

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GENERAL SIGNAL CORPORATION", A NEW YORK CORPORATION,  
WITH AND INTO "SAC CORP." UNDER THE NAME OF "SAC CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF OCTOBER, A.D. 1998, AT 12 O'CLOCK P.M.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 9577789

DATE: 02-16-99

TRADEMARK  
REEL: 1872 FRAME: 0169

CERTIFICATE OF MERGER  
OF  
GENERAL SIGNAL CORPORATION  
INTO  
SAC CORP.

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Pursuant to Section 252 of the  
General Corporation Law of the State of Delaware

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SAC Corp., a Delaware corporation, does hereby certify:

1. The name and state of incorporation of each of the constituent corporations is as follows:

<u>Name</u>	<u>State of Incorporation</u>
General Signal Corporation	New York
SAC Corp.	Delaware

2. An agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation of the merger shall be SAC Corp.

4. The certificate of incorporation of SAC Corp., which shall be the surviving corporation, shall be the certificate of incorporation of the surviving corporation.

5. The executed agreement of merger is on file at an office of the surviving corporation. The address of such office is 700 Terrace Point Drive, Muskegon, Michigan 49443.

6. A copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

7. The authorized capital of General Signal Corporation consists of one hundred and fifty million (150,000,000) shares of common stock, par value \$1.00 per share, and ten million (10,000,000) shares of preferred stock, par value \$1.00 per share.

Dated: October 6, 1998

SAC Corp.

By: /s/ Christopher J. Kearney  
Christopher J. Kearney  
Vice President and Secretary

232138