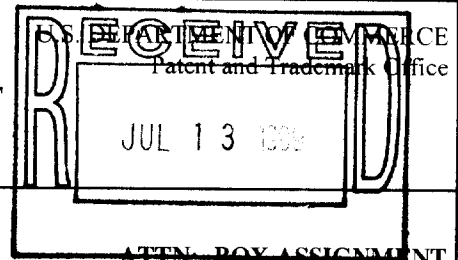


07-15-1999



RECC



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ET

Our Ref.: 46728-0003

To the Commissioner of Patents and Trademarks:  
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Babson Bros. Co.

Additional name(s) of conveying party(ies) attached?

Yes  No

2. Name and address of receiving party(ies):

Name: Maltec, LLC

Street Address: 1880 Country Farm Drive

3. Nature of conveyance:

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

Effective Date: March 8 1999 Execution Date: March 5, 1999

City: Naperville State: Illinois Zip: 60563

Domestic Representative designation attached?

Yes  No

Additional name(s) & address(es) attached?

Yes  No

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

(See attached schedule)

Additional numbers attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Johanna L. Werbach

Internal Address: Morgan, Lewis & Bockius LLP  
Attn: TMSU

Street Address: 1800 M Street, N.W.  
City: Washington State: DC Zip: 20036

6. Total number of applications and trademarks involved: 70

7. Total fee (37 C.F.R §3.41): \$ 1,765.00

Enclosed

Authorized to be charged to deposit account 13-4520

Debit insufficiency or credit over payment to Deposit Account No. 13-4520

8. Deposit account number: 13-4520

Attach duplicate of page if paying by deposit account

9. Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is true copy of the original document.

Johanna L. Werbach

Name of Person Signing

*Johanna L. Werbach*

Signature

7/13/99

Date

Total number of pages including cover sheet, attachments and documents: 7

07/14/1999 DNGUYEN 00000248 2218210

01 FC:481  
02 FC:482

40.00 OP  
1725.00 OP

07/14/1999 DNGUYEN 00000248  
00000248 2218210  
FC: 704

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>ISSUE DATE</b>
ADVANCE	2,218,210	19-Jan-99
ALAMO	832,147	18-Jul-67
ALERT	1,374,659	10-Dec-85
ARC	1,139,538	16-Sep-80
ARMOR (stylized)	2,038,693	18-Feb-97
ARREST	1,489,005	24-May-88
AUTOFLOW	2,136,572	17-Feb-98
COMMANDER	1,745,648	12-Jan-93
CONSEPT & Design	1,737,477	01-Dec-92
COWPLEX	944,905	10-Oct-70
CUSHION-DOME	808,436	17-May-66
DAIRY ILLUSTRATED	1,027,948	23-Dec-75
DAIRY STAR & Design	2,046,641	18-Mar-97
DAIRYMANAGER	1,501,170	23-Aug-88
DAIRYPRO	1,998,232	03-Sep-96
DERMA SEPT	2,099,426	23-Sep-97
DUO PFAN	1,315,282	22-Jan-85
EASYSTALLS	1,209,498	21-Sep-82
ECLIPSE	1,364,164	08-Oct-85
EFFECT	1,493,775	28-Jun-88
ELECTROBRAIN	606,317	24-May-55
ENDURE	2,036,913	11-Feb-97
EXPRESS	1,739,462	15-Dec-92
EXTREME	1,948,562	16-Jan-96
INFARMATION	1,274,940	24-Apr-84
I <sub>2</sub> INSURE	2,041,715	04-Mar-97
JET-FLO	866,805	18-Mar-69

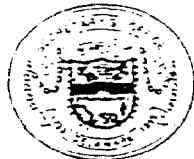
MARK	REGISTRATION NUMBER	ISSUE DATE
K.O. DYNE	828,001	25-Apr-67
KOOL WAY	1,873,235	10-Jan-95
LEVOGRAPH	770,782	02-Jun-64
MILKPOINTMANAGER	2,161,530	02-Jun-98
MINI-ORBIT	1,207,889	14-Sep-82
MIRACLEAN	846,803	26-Mar-68
NAVIGATOR	2,015,694	12-Nov-96
OMNI	1,916,150	05-Sep-95
ONE TOUCH	2,062,261	13-May-97
OPTIC	1,597,187	22-May-90
PACEMAKER	967,011	23-Aug-73
PARLORMANAGER	1,917,725	12-Sep-95
PFITE	1,635,227	19-Feb-91
PRECISE & Design	2,021,839	10-Dec-96
PREMIER	1,001,499	14-Jan-75
PRO-CIDE	2,087,693	12-Aug-97
PROFORM	2,076,474	01-Jul-97
RANDEL	598,151	16-Nov-54
RESPONSE	1,583,260	20-Feb-90
SANITECH	2,084,653	29-Jul-97
SAWTOOTH	668,878	28-Oct-58
SIPHON	690,856	05-Jan-60
SOLUTION	1,525,103	21-Feb-89
SUPERSTALL	1,443,861	23-Jun-87
SURE COMFORT	822,124	10-Jan-67
TEAM PRODUCTS	1,588,461	27-Mar-90
TEAT-KOTE	1,053,501	30-Nov-76

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>ISSUE DATE</b>
THERATEC	1,321,638	26-Feb-85
TRI-PFAN	1,493,776	28-Jun-88
VACUUM SAVER	747,565	02-Apr-63
VSO	1,239,979	31-May-83
SURGE	201,871	11-Aug-25
SURGE	387,233	06-May-41
SURGE	389,572	12-Aug-41
SURGE	390,651	30-Sep-41
SURGE	515,737	27-Sep-49
SURGE	564,541	30-Sep-52
SURGE	604,810	19-Apr-55
SURGE	903,829	08-Dec-70
SURGE	965,851	14-Aug-73
SURGE	990,874	13-Aug-74
SURGE	991,656	20-Aug-74
SURGE	1,937,667	28-Nov-95

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 OF "MALTEC, LLC", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MARCH, A.D. 1999, AT 2 O'CLOCK P.M.



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

3010309 8100

991159507

AUTHENTICATION: 9702849

DATE: 04-22-99

**TRADEMARK**  
**REEL: 001922 FRAME: 0418**

CERTIFICATE OF MERGER

OF

BABSON BROS. CO.  
(an Illinois Corporation)

INTO

MALTEC, LLC  
(a Delaware Limited Liability Company)

\*\*\*\*\*

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, Maltec, LLC, a limited liability company formed and existing under the laws of the State of Delaware, certifies the following:

FIRST: That the name and state of incorporation or formation of each of the merging business entities are as follows:

<u>Name</u>	<u>State of Incorporation or Formation</u>
Babson Bros. Co.	Illinois
Maltec, LLC	Delaware

SECOND: That an Agreement and Plan of Merger dated March 2, 1999 (the "Plan of Merger") has been approved and executed by each of the merging entities.

THIRD: That the name of the surviving business entity is Maltec, LLC (the "Surviving Company").

FOURTH: That this Certificate of Merger shall be effective upon filing with the Secretary of State of the State of Delaware.

FIFTH: That the executed Plan of Merger is on file at the principal place of business of the Surviving Company, the address of which is 1880 Country Farm Drive, Naperville, Illinois 60563.

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SIXTH: That a copy of the executed Plan of Merger will be furnished by the Surviving Company, on request and without cost, to any person or entity holding an interest in Babson Bros. Co. or to any person or entity holding an interest in Maltec, LLC.

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger to be executed by its officers thereunto duly authorized as of the 5 day of March, 1999.

MALTEC, LLC

By: s/Dirk Hejnal

Name: Dirk Hejnal

Title: Vice President and Authorized Person