

Subs: 09-21-1999



**D**  
**DATION FORM COVER SHEET**  
**RADEMARKS ONLY**

Attorney Docket No.: 08094/002001; 004001; 005001

Comr: 101149372

lease record the attached ~~document~~ document.

1. Name of conveying party(ies): **Alfa Laval Contherm Inc**

**TKO 9-13-99**

2. Name and address of receiving party(ies):  
**Alfa Laval Thermal Inc.**  
**5400 International Trade Drive**  
**Richmond, VA 23231**  
**U.S.A.**



09-13-1999

U.S. Patent & TMO/c/TM Mail Ropt Dt. #31

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other \_\_\_\_\_

- Individual(s) Citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Virginia
- Other \_\_\_\_\_

Additional name(s) attached?  Yes  No

If the assignee is not domiciled in the United States, a domestic representative designation is attached.  Yes  No

Additional names/addresses attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: **June 24, 1999**

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

A. Trademark Application No.(s):

B. Trademark No.(s):

1,478,304; 1,125,958; and 1,125,774

Additional numbers attached?  Yes  No

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

**Richard P. Ferrara**  
**Fish & Richardson P.C.**  
**45 Rockefeller Plaza**  
**New York, NY 10111**

6. Total number of applications and registrations involved: **3**

7. Total fee (37 CFR 3.41): **\$90**

- Enclosed
- Authorized to charge deposit account

8. Deposit account number: **06-1050**

If the fee above is being charged to deposit account, a duplicate copy of this cover sheet is attached. Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.

**DO NOT USE THIS SPACE**

09/20/1999 DNGUYEN 00000396 1478304

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

Date of Deposit SEPTEMBER 9, 1999  
I hereby certify under 37 CFR 1.8(a) that this correspondence is being deposited with the United States Postal Service as **first class mail** with sufficient postage on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

*Patricia H. Suchanek*

**TRADEMARK**

**REEL: 001960 FRAME: 0248**

9. Statement and signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a copy of the original document.*

Richard P. Ferrara

*Richard P. Ferrara*

9/9/99

Name of Person Signing

Signature

Date

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

57145.N11

**ARTICLES OF MERGER OF  
ALFA LAVAL CONTHERM INC.  
INTO  
ALFA LAVAL THERMAL INC.**

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 12 of the Code of Virginia, hereby executes the following Articles of Merger and sets forth:

**ONE  
PLAN OF MERGER**

**FIRST:** Effective at the close of business on December 31, 1998, ALFA LAVAL THERMAL INC., a corporation organized under the laws of the Commonwealth of Virginia, shall merge with and into itself and assume the liabilities and obligations of ALFA LAVAL CONTHERM INC., a corporation organized under the laws of the State of Delaware. The name of the surviving corporation is ALFA LAVAL THERMAL INC.

**SECOND:** The presently issued and outstanding shares of stock of Alfa Laval Contherm Inc., the merging corporation, which is owned by Alfa Laval Thermal Inc., the surviving corporation, shall be surrendered and canceled. No shares of stock of the surviving corporation shall be issued in exchange therefor.

**THIRD:** The Articles of Incorporation of ALFA LAVAL THERMAL INC. shall be the Articles of Incorporation of the corporation surviving the merger. No changes or amendments shall be made to the Articles of Incorporation because of the merger.

**FOURTH:** The by-laws of ALFA LAVAL THERMAL INC. shall be the by-laws of the corporation surviving the merger.

**FIFTH:** The directors and officers of ALFA LAVAL THERMAL INC. shall be the directors and officers of the corporation surviving the merger and shall serve until their successors are elected.

## TWO

In accordance with Section 13.1-718G of the Virginia Stock Corporation Act, shareholder approval of the Articles of Merger is not required because.

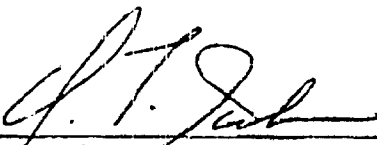
- (1) the Articles of Incorporation of Alfa Laval Thermal Inc., the surviving corporation, will not differ from its Articles of Incorporation before the merger,
- (2) the shareholder of Alfa Laval Thermal Inc., the surviving corporation, whose shares were outstanding immediately before the effective date of the merger will hold the same number of shares, with identical designations, preferences, limitations, and relative rights, immediately after the merger, and
- (3) no voting or participating shares are issuable as a result of the merger. The shares of the merged corporation will be surrendered and canceled and no shares of the surviving corporation will be issued in exchange therefor.

In accordance with Section 13.1-719 of the Virginia Stock Corporation Act, shareholder approval of the Articles of Merger is not required because Alfa Laval Contherm Inc., the merging corporation which was formed under the laws of the state of Delaware, is a wholly

owned subsidiary of Alfa Laval Thermal Inc, the surviving corporation which was formed under the laws of the Commonwealth of Virginia

The undersigned vice president declares that the facts herein stated are true as of December 21, 1998.

ALFA LAVAL THERMAL INC.

By:   
Quintin T. Jackson, Vice President

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

December 31, 1998

The State Corporation Commission finds the accompanying articles submitted on behalf of

ALFA LAVAL THERMAL INC.

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:


ALFA LAVAL CONTHERM INC. (A DE CORPORATION NOT QUALIFIED IN VA)

is merged into ALFA LAVAL THERMAL INC., which continues to exist under the laws of VIRGINIA with the name ALFA LAVAL THERMAL INC.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on December 31, 1998.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT  
CIS20436  
98-12-22-0120

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of the Articles of Merger of ALFA LAVAL THERMAL INC. issued December 31, 1998.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
June 24, 1999*

*Joel H. Peck*

*Joel H. Peck, Clerk of the Commission*

CIS20448

RECORDED: 09/13/1999

TRADEMARK  
REEL: 001960 FRAME: 0254