

**CORR.** CORRECTED R]



ET

8-17-99

101179276

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

1. Name of conveying party(ies):  
General Signal Corporation

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

Date of execution of attached Document: October 6, 1998  
Additional name(s) of conveying party(ies) attached?  
 Yes  No

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

Name: SAC Corporation  
Internal Address: Corporation Trust Center  
Street Address: 1209 Orange Street  
City: Wilmington State: Delaware ZIP: 19801

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

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

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
**See Attached Schedule**

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: John H. Weber, Esq.  
Internal Address: PEPPER HAMILTON LLP  
\_\_\_\_\_  
\_\_\_\_\_  
Street Address: 600 Fourteenth Street, N.W.  
City: Washington State: DC ZIP: 20005-2004

6. Total number of applications and registrations involved: ..... 52

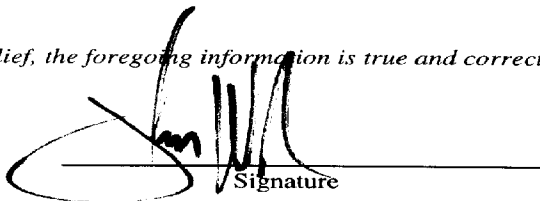
7. Total fee (37 CFR 3.41)..... \$ 1315.00  
 Enclosed  
 Authorized to be charged to deposit account *charge*

8. Deposit account number: 50-0436  
**Atty. Dkt. Nos. 113267-326**

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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

John H. Weber, ESQ.                                            August 16, 1999  
Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet: 1

## SCHEDULE

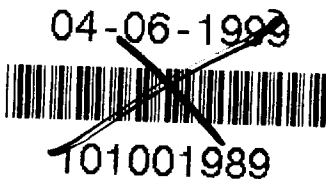
<u>Trademark</u>	<u>Application Serial No.</u>
INTELLISEAL & DEVICE	75/491973
DIGITGIDE	74/212783
NGRTH	75/361,525
VALUMETRIC	75/117,056

<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

To the Hon  
Please recd



Trademarks  
copy thereof:

3/16/99

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

General Signal Corporation

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

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

Entity:  Individual(s)  
 General Partnership  
 Corporation-State: Delaware  
 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 00000047 500436 74212783  
 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**

**Trademark**

**Application Serial No.**

INTELLISEAL & DEVICE	75/491973
DIGITGIDE	74/212783
NGRTH	75/361,525
VALUMETRIC	75/117,056

**Trademark**

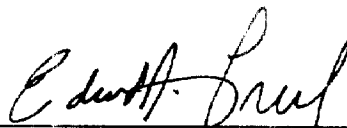
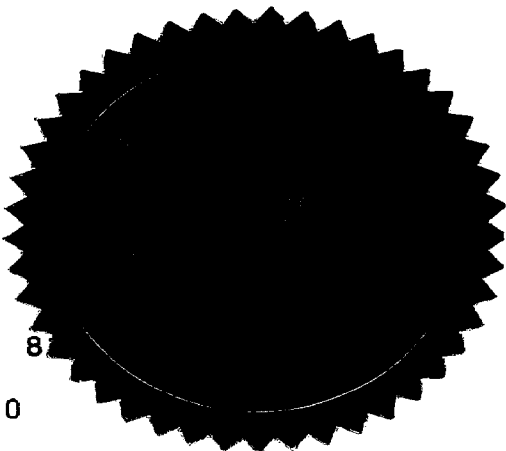
**Registration Number**

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PURIFAX	952628
SBF	1228306
SHUNTFLO	558500
STOCK	1569247
STOCK (LOGO)	2033593
STOCK 196	1841250
UNIVERSAL VENTURI TUBE	2149101

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 RESTATED CERTIFICATE OF "SAC CORP.", CHANGING ITS NAME FROM "SAC CORP." TO "GENERAL SIGNAL CORPORATION", FILED IN THIS OFFICE ON THE SIXTH DAY OF OCTOBER, A.D. 1998, AT 12:01 O'CLOCK P.M.



Edward J. Freel, Secretary of State

2859085 8

AUTHENTICATION: 9577833

991052580

DATE: 02-16-99

TRADEMARK  
REEL: 001962 FRAME: 0058

**RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
SAC CORP.**

(originally incorporated under the same name on February 13, 1998)

FIRST: The name of the Corporation is General Signal Corporation.

SECOND: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares which the Corporation shall have authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

FIFTH: The Board of Directors is expressly authorized to adopt, amend, or repeal the by-laws of the Corporation.

SIXTH: Elections of directors need not be by written ballot unless the by-laws of the Corporation shall otherwise provide.

SEVENTH: A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director; provided, however, that the foregoing shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of Delaware, or (iv) for any transaction from which the director derived an improper personal benefit. If the General Corporation Law of Delaware is hereafter



amended to permit further elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of Delaware as so amended. Any repeal or modification of this Article SEVENTH by the stockholders of the Corporation or otherwise shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

EIGHTH: The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, this Restated Certificate of Incorporation, which restates, integrates and amends the certificate of incorporation of the Corporation and which has been duly adopted in accordance with the provisions of Sections 228, 242 and 245 of the General Corporation Law of Delaware, has been executed this 6<sup>th</sup> day of October, 1998.

SAC CORP.

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