

10-04-1999



TRADEMARKS ONLY

09-27-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

Patents and Trademarks:



101160435

Send the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest  
CON-TEK VALVES, INC.

Entity:

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

Additional name(s) of conveying party(ies) attached:  
 yes  no

*WLD  
9/27/99*

2. Name and Address of Party(ies) receiving an interest:

Name: Fisher Controls International, Inc.  
Internal Address: 8000 Maryland Avenue  
Street Address: \_\_\_\_\_  
City: Clayton  
State/Zip: MO, 63105

Entity:

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

Citizenship \_\_\_\_\_

3. Description of the interest conveyed:

- Assignment  Change of Name  Other
- Security Agreement  Merger

Date of execution of attached document March 15, 1999

If not domiciled in the United States, a domestic representative designation is attached:

- yes  no

(The attached document must not be an assignment)  
Additional name(s) and addresses attached:  yes  no

4. Application number(s) or registration number(s) Additional sheet attached?  yes  no

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,742,810

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

Name: Richard M. LaBarge  
Address: Marshall, O'Toole, et al.  
6300 Sears Tower  
233 S. Wacker Drive  
City: Chicago  
State/Zip: IL, 60606

6. Number of applications and registrations involved: 1

7.  The \$40 filing fee is enclosed.

8.  Please charge the \$ \_\_\_\_\_ filing fee to Deposit Account No. \_\_\_\_\_ (duplicate copy of this page attached)

9.  Please charge any deficiencies in fees or credit any overpayment to Deposit Account No. 13-2855

DO NOT USE THIS SPACE

10. 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.

Richard M. LaBarge  
Name of Person Signing

*Richard M. LaBarge*  
Signature

9/21/99  
Date

Total number of pages comprising coversheet:  1

rev. 10/1993

10/01/1999 MTHA11 00000309 1742810

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REEL: 001968 FRAME: 0914

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : K91381052  
CONTROL NUMBER: K006360  
EFFECTIVE DATE: 06/01/1999  
REFERENCE : 0045  
PRINT DATE : 05/21/1999  
FORM NUMBER : 411

C T CORPORATION SYSTEM  
RUDENE REMBERT  
1201 PEACHTREE ST.  
ATLANTA, GA 30361

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**CERTIFICATE OF MERGER**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:  
**FISHER CONTROLS INTERNATIONAL, INC.**  
a Delaware corporation

Nonsurviving Entity/Entities:  
**CON-TEK VALVES, INC.**  
a Georgia corporation



Cathy Cox  
Secretary of State

**CERTIFICATE OF MERGER**  
**MERGING CON-TEK VALVES, INC.**  
**INTO**  
**FISHER CONTROLS INTERNATIONAL, INC.**

Fisher Controls International, Inc., a corporation organized and existing under the laws of Delaware,

**DOES HEREBY CERTIFY,**

**FIRST:** That Fisher Controls International, Inc. was incorporated on the 19<sup>th</sup> day of December, 1978 pursuant to the Delaware Corporation Law of the State of Delaware.

**SECOND:** That Fisher Controls International, Inc. owns all of the outstanding shares of the stock of Con-Tek Valves, Inc., a corporation incorporated on the 30<sup>th</sup> day of March, 1990 pursuant to the Business Corporation Code of the State of Georgia.

**THIRD:** That Fisher Controls International, Inc. adopted a plan of merger on March 15, 1999 whereby Fisher Controls International, Inc. would be the surviving corporation, and Fisher Controls International, Inc. would merge into itself said Con-Tek Valves, Inc., and assume all of its obligations.

**FOURTH:** That the merger shall be effective as of June 1, 1999.

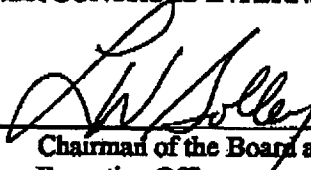
**FIFTH:** That the executed plan of merger is on file at the principal offices of Fisher Controls International, Inc., located at 8000 Maryland Avenue, Clayton, Missouri 63105 and will furnish a copy without cost to any shareholder of any corporation that is a party to the merger.

**SIXTH:** That approval of the shareholders of Fisher Controls International, Inc. and Con-Tek Valves, Inc. to the merger is not required.

**SEVENTH:** That a Notice of Merger and a publishing fee of \$40 have been mailed or delivered to an authorized newspaper, as required by law.

**IN WITNESS WHEREOF,** said Fisher Controls International, Inc. has caused this certificate to be signed by Mr. L. W. Solley, its Chairman of the Board and Chief Executive Officer, and attested to by T. G. Westman, its Secretary, this 15<sup>th</sup> day of March, 1999.

FISHER CONTROLS INTERNATIONAL, INC.

By:   
Chairman of the Board and Chief Executive Officer

ATTEST:

By:   
T. G. Westman, Secretary

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**ACTION BY THE BOARD OF DIRECTORS OF  
FISHER CONTROLS INTERNATIONAL, INC.  
BY UNANIMOUS WRITTEN CONSENT**

The undersigned, being all of the Directors of Fisher Controls International, Inc., hereby adopt the following resolutions and plan of merger by unanimous written consent, without and in lieu of a meeting:

WHEREAS, Fisher Controls International, Inc. owns all of the outstanding shares of stock of Con-Tek Valves, Inc., a Georgia corporation; and

WHEREAS, Fisher Controls International, Inc. desires to merge into itself said Con-Tek Valves, Inc.,

Now, Therefore, the following plan of merger is hereby adopted and it is hereby resolved as follows:

The plan of merger is that the shares of Con-Tek Valves, Inc., the subsidiary, shall be converted into equity of Fisher Controls International, Inc., the parent, in exchange for the assumption by Fisher Controls International, Inc. of the obligations of Con-Tek Valves, Inc.

RESOLVED, that Fisher Controls International, Inc. merge into itself said Con-Tek Valves, Inc., and assumes all of its obligations; and

FURTHER RESOLVED, that the merger shall be effective as of June 1, 1999;

FURTHER RESOLVED, that the proper officers of Fisher Controls International, Inc. be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Con-Tek Valves, Inc. into it and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the Office of the Recorder of Deeds of New Castle County, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger.

FURTHER RESOLVED, that the registered agent of Fisher Controls International, Inc. in Georgia be C T Corporation System and the registered office in Georgia be located at 1201 Peachtree St., N.E., Suite 1240, Atlanta, Georgia 30361.

Dated the 15<sup>th</sup> day of March 1999.

  
C. W. Ashmore

  
T. D. Buzbee

  
L. W. Solley

  
G. R. Willey

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SECRETARY OF STATE