

MED  
2-7-2000

02-29-2000



ITAL SHEET

G2-238

OPR/FINANCE

FEB -7 AM 11:59

RECEIVED

101279036

To: The Commissioner of Patents and Trademarks

- 1. **Conveying Party:** PEERLESS PUMP COMPANY
- 2. **Receiving Party:** STERLING FLUID SYSTEMS (USA) INC.  
P.O. Box 7026  
2005 Dr. Martin Luther King, Jr. Avenue  
Indianapolis, IN 46207-7026

**Receiving Party is:** a corporation

**Citizenship/State (Country) of Incorporation/Organization:** Delaware  
If Receiving Party is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [ ] No

3. **Conveyance Type:** Name Change

**Effective Date:** May 8, 1997

4. **Application/Registration Numbers:** 1,142,986; 1,531,643; 763,444; 898,700; 1,846,509; 1,936,621; 525,608; 862,344; 2,143,034

5. **Correspondence concerning documents should be mailed to:**

NOTARO & MICHALOS P.C.  
Empire State Building, 350 Fifth Avenue  
Suite 6902  
New York, New York 10118-6985

6. **Total number of applications/registrations involved:** 9

7. **Total fee (37 CFR 3.41) (\$40.00 first/\$25 after):** \$240.00

8. The Commissioner is authorized to charge any underpayment or credit any overpayment to deposit account number: 14-1431

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.

Dated: February 2, 2000

Angelo Notaro

**TOTAL NUMBER OF PAGES INCLUDING COVER SHEET:** 3

02/28/2000 DNGUYEN 00000193 1142986

01 FC:481 40.00 OP  
02 FC:482 200.00 OP

*State of Delaware*  
*Office of the Secretary of State*

---

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 AMENDMENT OF "PEERLESS PUMP COMPANY", CHANGING ITS NAME FROM "PEERLESS PUMP COMPANY" TO "STERLING FLUID SYSTEMS (USA) INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF MAY, A.D. 1997, AT 1 O'CLOCK P.M.



A handwritten signature in cursive script that reads "Edward J. Freel".

*Edward J. Freel, Secretary of State*

2155775 8100

991369540

AUTHENTICATION: 9977010

DATE: 09-03-99

**TRADEMARK****REEL: 002027 FRAME: 0346**

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
PEERLESS PUMP COMPANY

\* \* \* \* \*

PEERLESS PUMP COMPANY, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of PEERLESS PUMP COMPANY be amended by changing the first Article thereof so that, as amended, said Article shall be and read as follows:

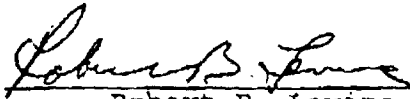
1. The name of the corporation is  
"Sterling Fluid Systems (USA) Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.


THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Peerless Pump Company has caused this Certificate to be signed by Robert B. Levine, its Vice President, and attested by Stephen Green, its Assistant Secretary, this 8th day of May, 1997.

PEERLESS PUMP COMPANY

By   
Robert B. Levine  
Vice President

Attest:

By   
Stephen Green  
Assistant Secretary