

03-15-2001

Docket No. 113267.1

Trademarks Only

Trademarks Only



Title: 101638147

Documents and Trademarks  
Document or copy thereof:

3/5/01

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

Owatonna Tool Company

SPX Corporation  
700 Terrace Point Drive  
Muskegon, MI 49443-3301

- Entity:
- Individual(s)
  - General Partnership
  - Corporation-State: Minnesota
  - 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



03-05-2001

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #34

- 4. Application No. or Registration No. Additional sheet attached?  Yes  No

A. Trademark Application No.(s):

B. Trademark Registration No.(s):  
778,480

- 5. Name and Address of Party to Whom Correspondence concerning document should be mailed:

John H. Weber  
PEPPER HAMILTON LLP  
Hamilton Square  
600 Fourteenth Street, N.W.  
Washington, DC 20005-2004

- 6. Number of applications and registrations involved:

1

- 7. Amount of Fee Enclosed or Authorized to be Charged:

\$40.00

- 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.

DO NOT USE THIS SPACE

- 9. Date of Execution of attached Document: December 31, 1990

- 10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

3-3-1  
Date

John H. Weber

DC: #61768 v1 (1BNS011.WPD)

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TRADEMARK  
REEL: 002251 FRAME: 0560



**CERTIFICATE OF OWNERSHIP AND MERGER**

03-05-2001

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**MERGING**

**A.W. ANDERBERG MANUFACTURING COMPANY, OTC HOLDINGS, INC.,  
TRUTH INCORPORATED, TWIN TOOL, INC. AND OWATONNA TOOL COMPANY**

**INTO**

**SPX CORPORATION**

SPX Corporation, a corporation organized and existing under  
the laws of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That this corporation was incorporated on the 9th  
day of February, 1968, pursuant to the General Corporation Law  
of the State of Delaware.

**SECOND:** That this corporation owns all of the outstand-  
ing shares (of each class) of the stock of A.W. Anderberg  
Manufacturing Company, a corporation incorporated on the 17th  
day of MAY, 1946 pursuant to the General  
Corporation Law of the State of California.

That this corporation owns all of the outstanding shares  
(of each class) of the stock of OTC Holding, Inc., a corporation  
incorporated on the 8th day of July, 1926,  
pursuant to the Business Corporation Law of the State of  
Minnesota.

That this corporation owns all of the outstanding shares  
(of each class) of the stock of Truth Incorporated, a corporation  
incorporated on the 13th day of October, 1969.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:00 AM 12/13/1990  
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**TRADEMARK**

**REEL: 002251 FRAME: 0561**

pursuant to the Business Corporation Law of the State of Minnesota.

That this corporation owns all of the outstanding shares (of each class) of the stock of Twin Tool, Inc., a corporation incorporated on the 16th day of November, 1981, pursuant to the Business Corporation Law of the State of Minnesota.

That this corporation owns all of the outstanding shares (of each class) of the stock of Owatonna Tool Company, a corporation incorporated on the 26th day of December, 1984, pursuant to the Business Corporation Law of the State of Minnesota.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 24th day of October, 1990, determined to and did merge into itself said A.W. Anderberg Manufacturing Company, OTC Holdings, Inc., Truth Incorporated, Twin Tool, Inc. and Owatonna Tool Company:

RESOLVED, that SPX Corporation merge, and it hereby does merge into itself said A.W. Anderberg Manufacturing Company, OTC Holdings, Inc., Truth Incorporated, Twin Tool, Inc. and Owatonna Tool Company, and assumes all of its obligations; and

FURTHER RESOLVED, that the merger shall be effective on December 31, 1990.

FURTHER RESOLVED, that the proper officers of this corporation be and they heraby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said A.W. Anderberg Manufacturing Company, OTC Holdings, Inc., Truth Incorporated, Twin Tool, Inc. and Owatonna Tool Company 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.

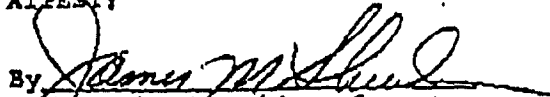
FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of SPX Corporation at any time prior to the date of filing the merger with the Secretary of State.

IN WITNESS WHEREOF, said SPX Corporation has caused this Certificate to be signed by Dale A. Johnson, its President and attested by James M. Sheridan, its Secretary, this 30th day of November, 1990.

SPX CORPORATION

By   
Dale A. Johnson, President

ATTEST:

By   
James M. Sheridan, Secretary

SPX4-46/CAM/nms

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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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 OWNERSHIP, WHICH MERGES:

"A.W. ANDERBERG MANUFACTURING COMPANY", A CALIFORNIA CORPORATION,

"OTC HOLDINGS, INC.", A MINNESOTA CORPORATION,

"OWATONNA TOOL COMPANY", A MINNESOTA CORPORATION,

"TRUTH INCORPORATED", A MINNESOTA CORPORATION,

"TWIN TOOL, INC.", A MINNESOTA CORPORATION,

WITH AND INTO "SPX CORPORATION" UNDER THE NAME OF "SPX CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF DECEMBER, A.D. 1990, AT 10 O'CLOCK A.M.



03-05-2001

U.S. Patent & TMOtc/TM Mail RoptDt. #34



Edward J. Freel, Secretary of State

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AUTHENTICATION: 9101220

DATE: 05-26-98

RECORDED: 03/05/2001

TRADEMARK  
REEL: 002251 FRAME: 0565