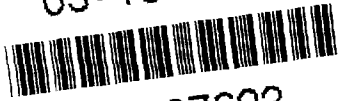


03-15-2001



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

1. Name of conveying party(ies):
VICKERS INCORPORATED **2-27-01**
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: **EATON HYDRAULICS INC.**
Internal Address: **ATTN: D. S. Kalka**
Street Address: **EATON CENTER**
 1111 SUPERIOR AVENUE
City: **CLEVELAND** State: **OHIO** Zip: **44114**

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: _____

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
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) **913,074**
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Attorney: **DANIEL S. KALKA**
Name: **EATON CORPORATION**
Internal Address: **PATENT LAW DEPARTMENT**
Street Address: **EATON CENTER**
 1111 SUPERIOR AVENUE
City: **CLEVELAND** State: **OHIO** Zip: **44114-2584**

6. Total number of applications and registrations involved: **1**
7. Total fee (37 CFR 3.41). **\$40.00**
 Enclosed
 Authorized to be charged to deposit account
8. Deposit Account Number: **05-0275**
(Attach duplicate copy of this page is 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.
DANIEL S. KALKA *Daniel S. Kalka* **FEBRUARY 22, 2001**
NAME of SENDER SIGNATURE OF SENDER DATE
Total number of pages comprising cover sheet, attachments, and document: **2**

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

03/14/2001 6TOM11 00000159 050275 913074
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Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington D.C. 20503.

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 "VICKERS, INCORPORATED", CHANGING ITS NAME FROM "VICKERS, INCORPORATED" TO "EATON HYDRAULICS INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 2000, AT 3:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0595626 8100

001254197

AUTHENTICATION: 0447008

DATE: 05-18-00

TRADEMARK
REEL: 002252 FRAME: 0052

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Vickers, Incorporated, 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 Vickers, Incorporated be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

The name of the corporation is Eaton Hydraulics 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 Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by

E. R. Franklin, its Vice President & Secy., this 17th day of May, 2000.

Vickers, Incorporated

By E. R. Franklin

E. R. Franklin
Vice President and Secretary

CERTIFICATION

I, DANIEL S. KALKA, Attorney at Law and Notary Public in and for the State of Ohio, United States of America, hereby certify that the attached document is a true and exact copy of the "NAME CHANGE FROM VICKERS INCORPORATED TO EATON HYDRAULICS INC."

(SEAL)

Daniel S. Kalka

Daniel S. Kalka

Feb. 22, 2001

(Date)

**DANIEL S. KALKA
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
My Commission Has No Expiration Date
Section 147.03 R.C.**

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