

4-27-01

05-09-2001

Attorney Docket No. 32240-39384



U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and T.

101710351

ts or copy thereof.

1. Name of conveying party(ies)  
 FlowData, Inc.

Individual                       Association  
 General Partnership         Limited Partnership  
 Corporation-State-Texas  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies):  
 Name: FTI Flow Technology, Inc.                      27  
 Internal Address:  
 Street Address: 160 Ben Burton Road  
 City/State/Zip: Bogart, Georgia/USA 30622

Individual                       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) and address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement         Change of Name  
 Other -

Execution Date:

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

Mark if additional numbers attached

B. Trademark Registration No.(s): 2,126,553; 2,124,821; 2,060,883; 2,104,730; 2,806,407; 2,239,421; 2,109,790 2,439,800

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Michael R. Schulman  
 Locke Liddell & Sapp LLP  
 2200 Ross Avenue, Suite 2200  
 Dallas, Texas 75201-6776

6. Total number of applications and registration involved: 8

7. Total fee (37 CFR 3.41) \$ 215.00  
 Enclosed  
 Any deficiencies or overpayments are authorized to be charged to or credited to deposit account

8. Deposit Account Number: 12-1781  
 (Attach duplicate copy of this page if paying by deposit account)

05/08/2001 TDIAZI 00000207 2126553  
 01 FC:481 40.00 DP  
 02 FC:482 175.00 DP

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.*

Michael R. Schulman  
 Name of Person Signing

Signature

April 25, 2001  
 Date

Total number of pages including cover sheet, attachments and document: 9

State of Delaware  
Office of the Secretary of State

PAGE 1

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 MERGER, WHICH MERGES:

"FLOWDATA, INC." A TEXAS CORPORATION

WITH AND INTO "FTI FLOW TECHNOLOGY, INC." UNDER THE NAME OF "FTI FLOW TECHNOLOGY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

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001320056

AUTHENTICATION: 0518596

DATE: 06-23-00  
TRADEMARK

REEL: 002290 FRAME: 0330

**CERTIFICATE OF MERGER**

**OF**

**FLOWDATA, INC.**  
(a Texas corporation)

**WITH AND INTO**

**FTI FLOW TECHNOLOGY, INC.**  
(a Delaware corporation)

FTI Flow Technology, Inc., a Delaware corporation, for the purpose of merging with Flowdata, Inc., a Texas corporation, pursuant to Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

1. The constituent corporations participating in the merger herein certified are:
  - (i) FTI Flow Technology, Inc., a Delaware corporation; and
  - (ii) Flowdata, Inc., a Texas corporation.
2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of FTI Flow Technology, Inc. and Flowdata, Inc. in accordance with the provisions of Section 252 of the DGCL.
3. The surviving corporation in the merger herein certified is FTI Flow Technology, Inc. (the "Surviving Corporation").
4. The Certificate of Incorporation of FTI Flow Technology, Inc. shall continue to be the governing document of the Surviving Corporation.
5. The merger shall be effective upon filing.

TRADEMARK

REEL: 002290 FRAME: 0331

6. The executed Merger Agreement between the aforesaid constituent corporations is on file at the principal place of business of the Surviving Corporation, the address of which is as follows:

c/o Roper Industries, Inc.  
160 Ben Burton Road  
Bogart, Georgia 30622

7. A copy of the Merger Agreement will be furnished by the Surviving Corporation on request and without cost, to any stockholder of either of the aforesaid constituent corporations.
8. The authorized capital stock of Flowdata, Inc., the constituent corporation which is not the Surviving Corporation nor a corporation of the State of Delaware, is 1,000 shares of common stock with a par value of \$.0012.

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of  
this 21<sup>st</sup> day of June, 2000.

FTI FLOW TECHNOLOGY, INC.

By: \_\_\_\_\_

  
Martin S. Headley  
Vice President



# The State of Texas

SECRETARY OF STATE

## CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

FLOWDATA, INC.  
A Texas corporation  
with  
FTI FLOW TECHNOLOGY, INC.  
A Delaware no permit entity

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed June 22, 2000

Effective June 22, 2000



Elton Bomer  
Secretary of State

REEL: 002290 FRAME: 0334

**FILED**  
In the Office of the  
Secretary of State of Texas

**JUN 22 2000**

**Corporations Section**

**ARTICLES OF MERGER**

**OF**

**FLOWDATA, INC.**  
**(a Texas corporation)**

**WITH AND INTO**

**FTI FLOW TECHNOLOGY, INC.**  
**(a Delaware corporation)**

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, as amended (the "TBCA"), these Articles of Merger are hereby submitted for the purposes of effecting the merger (the "Merger") of Flowdata, Inc., a Texas corporation, with and into FTI Flow Technology, Inc., a Delaware corporation (Flowdata, Inc. and FTI Flow Technology, Inc. are collectively referred to herein as the "Constituent Corporations"). The Constituent Corporations hereby ratify the following:

1. The names of the Constituent Corporations and the state under the laws of which they are organized are:

<u>Name of Constituent Corporation</u>	<u>State</u>
FTI Flow Technology, Inc.	Delaware
Flowdata, Inc.	Texas

2. The Surviving Corporation shall be FTI Flow Technology, Inc., a Delaware corporation (the "Surviving Corporation").

3. An Agreement and Plan of Merger, setting forth the terms and conditions of the merger (the "Plan"), has been approved, adopted, certified, executed and acknowledged by both Constituent Corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware, as amended, and Article 5.03 of the TBCA and otherwise in the manner prescribed by law.

4. The Certificate of Incorporation of the Surviving Corporation as in effect prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

5. The executed Plan is on file at the principal place of business of the Surviving Corporation, which is FTI Flow Technology, Inc., c/o Roper Industries, Inc., 160 Ben Burton Road, Bogart, Georgia 30622, and a copy of the Plan will be furnished by the Surviving Corporation, on written request and without cost to any shareholder of either of the Constituent Corporations and to any creditor or obligee of the parties to the Merger at the time of the Merger if such obligation is then outstanding.

**TRADEMARK**

**REEL: 002290 FRAME: 0335**

6. As to FTI Flow Technology, Inc., the approval of whose stockholders is required to effect the Merger, there is outstanding one (1) share of Common Stock. No other class or series of capital stock is outstanding. Only those outstanding shares of Common Stock of FTI Flow Technology, Inc. were entitled to vote on the Plan.

7. As to Flowdata, Inc., the approval of whose shareholders is required to effect the Merger, there are outstanding 1,000 shares. No other class or series of capital stock is outstanding. Only those outstanding shares of Common Stock of Flowdata, Inc. were entitled to vote on the Plan.

8. As to Flowdata, Inc., the number of shares of its Common Stock that voted for or against the Plan are as follows

<u>Voted For</u>	<u>Voted Against</u>
1,000	0

9. As to FTI Flow Technology, Inc. the number of shares of its Common Stock that voted for or against the Plan are as follows:

<u>Voted For</u>	<u>Voted Against</u>
1	0

10. As to Flowdata, Inc., the Plan and performance of its terms were duly authorized by all action required by the laws of the State of Texas and by its constituent documents.

11. As to FTI Flow Technology, Inc., the Plan and the performance of its terms were duly authorized by all actions required by the laws of the State of Delaware and by its constituent documents.

12. All fees and franchise taxes of Flowdata, Inc. have been paid as required by law. The Surviving Corporation will be responsible for the payment of all fees and franchise taxes of Flowdata, Inc., and the Surviving Corporation will be obligated to pay such fees and franchise taxes if the same are not timely paid.

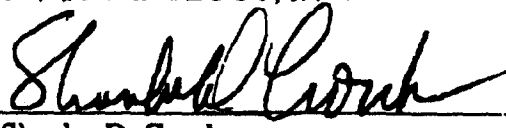
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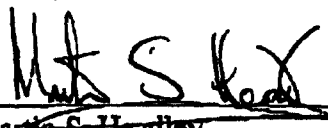
IN WITNESS WHEREOF, each of the Constituent Corporations have caused these Articles of Merger to be executed by its duly authorized officer as of the 21<sup>st</sup> day of June, 2000.

CONSTITUENT CORPORATIONS:

FTI FLOW TECHNOLOGY, INC.

By:   
Shauler D. Cronk  
Assistant Secretary

FLOWDATA, INC.

By:   
Martin S. Headley  
Vice-President