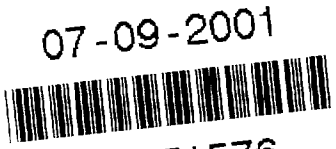


7/3/01

REC



07-09-2001

101771576 original document(s) or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies) (assignor(s)):

Gardner Denver Machinery, Inc.

Individual(s) Association

General Partnership Limited Partnership

Corporation-State Delaware

Other _____

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

3. Nature of Conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: May 5, 1998

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

Name: Gardner Denver, Inc.

Address: 1800 Gardner Expressway

City: Quincy

State: Illinois Zip: 62301

Country: USA

Individual(s) citizenship

Association

General Partnership

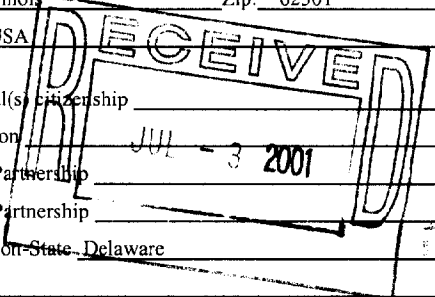
Limited Partnership

Corporation-State Delaware

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? yes no



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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,870,384

Additional numbers attached? Yes No

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

Michael E. Godar, Esq.
Senniger, Powers, Leavitt & Roedel
One Metropolitan Square
16th Floor
St. Louis, Missouri 63102
(314) 231-5400 (telephone)

6. Total number of applications and registrations involved:
Application(s) 0 + Registration(s): 1 = Total 1

7. Total Fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit Account Number: 19-1345
(Duplicate copy of this sheet attached)

Charge any underpayment or credit any overpayment to above 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.

Jennifer L. Wagner Jennifer L. Wagner 6-29-01
Name of Person Signing Signature Date

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

4

07/06/2001 LAUELLER 00000116 1870384

01 FD:481 40.00 DP

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 "GARDNER DENVER MACHINERY INC.", CHANGING ITS NAME FROM "GARDNER DENVER MACHINERY INC." TO "GARDNER DENVER, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF MAY, A.D. 1998, AT 3:30 O'CLOCK P.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

2360060 8100
981172218

AUTHENTICATION: 9063421
DATE: 05-05-98

TRADEMARK
REEL: 002324 FRAME: 0717

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

* * * * *

Gardner Denver Machinery Inc., 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, at a meeting duly held, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that Article I of the Certificate of Incorporation of Gardner Denver Machinery Inc. (the "Corporation"), be, and hereby is, amended in its entirety and shall hereafter be as follows:

"ARTICLE I

Name

Section 1.01 Name. The name of the corporation is Gardner Denver, Inc. (the "Corporation")."

SECOND: That the stockholders of said corporation, at a meeting duly held, adopted said amendment to the Certificate of Incorporation of said corporation.

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

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on May 5, 1998.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by Helen W. Cornell, its Vice President, Corporate Secretary and Treasurer, this 21st day of April, 1998, by which signature she acknowledges that this certificate is the act and deed of said corporation and the facts stated herein are true.



By: Helen W. Cornell
Vice President, Corporate Secretary
& Treasurer