

7.12.01



101782042

To the Honorable Commissioner of F

attached original documents or copy thereof.

1. Name of conveying party(ies):

Siemens Moore Process Automation, Inc.

- Individual(s)
- General Partnership
- Corporation
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: December 27, 2000

2. Name and address of receiving party(ies):

Siemens Energy & Automation, Inc.
1201 Sumneytown Pike
Spring House, PA 19477-0900

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: Delaware
- Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

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

A. Trademark Application No.(s): 76/117,003

B. Trademark Reg. No.(s):

Additional numbers attached Yes No

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

Harriet E. Perkins, Esq.
Drinker Biddle & Reath, LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103

Attorney Docket No. 150906

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:

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS

Name of Person Signing

Signature

10 July 2000

Date

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

Do not detach this portion

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

655617

Filed in the Department of
State - DEC 27 2000
[Signature]
Secretary of the Commonwealth
[Signature]

ARTICLES OF MERGER

OF

SIEMENS MOORE PROCESS AUTOMATION, INC.,
a Pennsylvania corporation

WITH AND INTO

SIEMENS ENERGY & AUTOMATION, INC.,
a Delaware corporation

TO: Department of State
Commonwealth of Pennsylvania

Pursuant to Subchapter C of Chapter 19 of the Business Corporation Law of 1988, as amended (the "BCL"), Siemens Energy & Automation, Inc., a Delaware corporation ("Parent"), does hereby execute these Articles of Merger:

1. A Plan of Merger (the "Plan") with respect to the merger of Siemens Moore Process Automation, Inc., a Pennsylvania corporation ("Subsidiary"), with and into Parent (the "Merger") has been adopted and approved as described in Section 4 hereof.
2. The surviving corporation in the Merger shall be Parent, which owns all of the outstanding capital stock of Subsidiary; Parent's registered office in Pennsylvania is located at 1635 Market Street, 11th Floor, Philadelphia, PA 19103. The registered office of Subsidiary in Pennsylvania is 1201 Sumneytown Pike, Spring House, PA 19477-0900.
3. The Plan shall become effective on January 1, 2001 (the "Effective Date").
4. (a) The Plan was adopted and approved under Delaware law by resolutions adopted by the Board of Directors of Parent at its meeting held on December 7, 2000.
(b) Under the provisions of Section 1924(b)(3) of the BCL, the Plan is deemed to have been adopted and approved by Subsidiary by virtue of the aforementioned adoption and approval thereof by the Board of Directors of Parent.
5. The executed Plan of Merger is on file at the principal place of business of Parent, the address of which is 3333 Old Milton Parkway, Alpharetta, GA 30005.

IN WITNESS WHEREOF, Parent has caused these Articles of Merger to be executed this ___ day of December, 2000.

SIEMENS ENERGY & AUTOMATION, INC.

By: _____
Name:
Title: