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To the Honorable Commissioner of F

101785581

7 ▾ ▾ attached original documents or copy thereof.

1. Name of conveying party(ies):

Merlin Gerin

- Individual  Association
- General Partnership  Limited Partnership
- Corporation-State
- Other A French Company

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

2. Name and address of receiving party(ies) (after name change from Schneider Electric SA) Name: Schneider Electric Industries SA

Internal Address: \_\_\_\_\_

Street Address: 89 Boulevard Franklin Roosevelt Rueil, Malmaison France 92500

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- 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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other \_\_\_\_\_

Execution Dates: June 5, 1997 and May 7, 1999

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

A. Trademark Application No.(s) N/A

B. Trademark No.(s) UUD 7.16.01

See Exhibit "A" attached hereto.

Additional numbers attached?  Yes  No

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

Name: Square D Company

Internal Address: Intellectual Property

Department \_\_\_\_\_

Street Address: 1415 S. Roselle Road

City: Palatine State: IL Zip: 60067

6. Total number of applications and trademarks Involved: 5

7. Total fee (37 CFR 3.41) ..... \$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-3875

(Attach duplicate copy of this page if paying by deposit account)

07/20/2001 LABELER 00000196 193675 73842905

DO NOT USE THIS SPACE

01 FC:481 40.00 CH  
02 FC:482 100.00 CH

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.

Larry I. Golden

Name of Person Signing

Signature

7-12-01

Date

Total number of pages including cover sheet, attachments, and document: 12

Mail documents to be recorded with required cover sheet information to: Box Assignments, U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335 Washington, D.C. 20231

TRADEMARK REEL: 2333 FRAME: 0695

# EXHIBIT A

<u>Trademark</u>	<u>Filing Date</u>	<u>Filing No.</u>	<u>Registration No.</u>
COMPACT	February 4, 1987	73/642,905	1,482,058
FLUARC	October 9, 1979	73/234,271	1,167,050
MASTERPACT	December 31, 1985	73/575,879	1,415,646
MERLIN GERIN	November 22, 1971	408,421	0985,809
SOLENARC	February 20, 1964	187,706	0781,999

# ASSIGNMENT

Between

MERLIN GERIN, a French company whose previous registered office was Rue Henri Tarze F-38050 Grenoble, France and whose present registered office is 2, Chemin des Sources F-38240 Meylan, France hereinafter referred to as « MG »

and

SCHNEIDER ELECTRIC SA, a French company having its registered office 40, Avenue André Morizet F92100 Boulogne Billancourt, France hereinafter referred to as « SE »

Whereas

Pursuant to a contribution agreement dated May 3, 1994, MG has contributed to SE all its intellectual and industrial property assets, such as patents, trademarks, utility models, models copyright, in particular the U.S. patents and/or trademarks listed in Annex A and hereinafter collectively referred to as the TITLES. The purpose of this assignment is to transfer the ownership of the TITLES in **United States of America**.

Now, therefore, it is hereby agreed as follows :

## Article 1 : Assignment

MG hereby ratifies and confirms that it has assigned and transferred to SE the TITLES listed in Annex A. As a consequence, SE is entitled to hold all rights, titles and interests pertaining to the TITLES, including to commence, assume and/or continue any actions, suits or proceedings relating to the infringement of the TITLES.

## Article 2 : Warranty and Representation

The warranty and representation by MG is strictly limited to the existence of the TITLES.

## Article 3 : Consideration

In view of the fact that MG has contributed to SE all its intellectual and industrial property assets, the present assignment is taking place for a consideration of one US dollar (\$ 1.00), receipt of which is hereby acknowledged.

## Article 4 : Registration of the Assignment

Any bearer of the present assignment is entitled to proceed with the required formalities in order to register the change of ownership of the TITLES with the competent authorities of **United States of America**.

The parties have caused this assignment to be executed by their duly authorized representatives on June 5, 1997.

For MERLIN GERIN

  
\_\_\_\_\_  
Juan Pedro SALAZAR  
Authorized Representative

For SCHNEIDER ELECTRIC SA

  
\_\_\_\_\_  
Jacques RITZENTHALER  
Authorized Representative

NOTARY PUBLIC :

<b>Trademark</b>	<b>Filing date</b>	<b>Filing number</b>	<b>Registration number</b>
COMPACT	04/02/87	73/642.905	1.482.058
EPS 2000	01/04/87	73/652.536	1.507.885
FLUARC	09/10/79	73/234.271	1.167.050
MASTERPACT	31/12/85	73/575.879	1.415.646
MERLIN GERIN	22/11/71	408.421	985.809
SOLENARC	20/02/64	187.706	781.999

# SCHNEIDER ELECTRIC SA

Société Anonyme au Capital de 2 700 164 100 Francs

SIEGE SOCIAL : 40, avenue André Morizet 92100 BOULOGNE BILLANCOURT

954 503 439 RCS Nanterre

SIRET 954 503 439 00059

APE 312A

## EXTRAIT du PROCES-VERBAL de l'ASSEMBLEE GENERALE MIXTE ORDINAIRE et EXTRAORDINAIRE du 7 MAI 1999

L'an mil neuf cent quatre-vingt-dix-neuf, le Vendredi 7 Mai à 10 Heures 30, Messieurs les actionnaires de SCHNEIDER ELECTRIC SA, société anonyme au capital de 2 700 164 100 F, divisé en 27 001 641 actions de 100 F, se sont réunis en ASSEMBLEE GENERALE MIXTE, ORDINAIRE et EXTRAORDINAIRE, 64/70, avenue Jean-Baptiste Clément 92100 Boulogne Billancourt, sur convocation faite par le Conseil d'Administration, conformément à l'article 29 des statuts.

Il a été établi une feuille de présence à laquelle ont été annexés les pouvoirs des actionnaires représentés par des mandataires et qui a été émargée en entrant en séance par tous les actionnaires présents et par tous les mandataires des actions représentées.

M. Henri LACHMANN, Président-Directeur Général, occupe le fauteuil de la présidence. Il appelle, en qualité de Scrutateurs, les deux plus forts actionnaires présents et acceptants qui sont :

M. Jean-François PILLIARD en son nom et au nom de SCHNEIDER SA,

et M. Jean-Louis ANDREU.

Le bureau ainsi constitué désigne M. Philippe BOUGON pour remplir les fonctions de Secrétaire de l'Assemblée.

La feuille de présence, signée par les actionnaires, permet de constater que le nombre d'actions appartenant aux actionnaires présents ou représentés et non privées du droit de vote en vertu des dispositions de la loi et des statuts, est de 27 001 641 (vingt-sept millions mille six cent quarante et une). Cette feuille de présence est certifiée par les Membres du Bureau.

L'Assemblée réunissant ainsi plus du quart du capital social pour les résolutions de la compétence de l'Assemblée Générale Ordinaire, plus du tiers pour celles de la compétence de l'Assemblée Générale Extraordinaire, déduction faite de celles privées du droit de vote en vertu de la loi et des statuts, est déclarée régulièrement constituée.

TRADEMARK

REEL: 2333 FRAME: 0699

Nombre de pages - 2  
FRANCAIS  
0007108  
10 Juin 1999

Les Commissaires aux comptes, le Commissaire à la fusion et le Commissaire aux apports et à la scission, empêchés, sont excusés.

Le Président rappelle ensuite que l'ordre du jour comporte :

DE LA COMPETENCE DE L'ASSEMBLEE GENERALE EXTRAORDINAIRE

- Modification de la dénomination sociale.

Diverses observations sont échangées, puis personne ne demandant plus la parole, le Président met successivement aux voix les résolutions suivantes figurant à l'Ordre du Jour :

RESOLUTIONS

DE LA COMPETENCE DE L'ASSEMBLEE GENERALE EXTRAORDINAIRE

TREIZIEME RESOLUTION

L'Assemblée Générale, connaissance prise du rapport du Conseil d'Administration :

- décide d'adopter pour la société la dénomination suivante : SCHNEIDER ELECTRIC INDUSTRIES SA.

Cette décision prendra effet à compter de ce jour.

- décide de modifier en conséquence les statuts dont l'article 2 sera rédigé comme suit :

"Article 2

Sa dénomination sociale est : SCHNEIDER ELECTRIC INDUSTRIES SA.

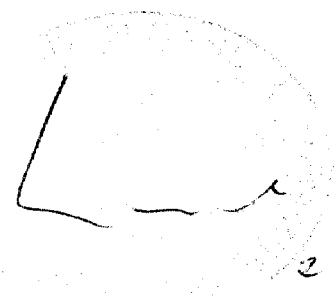
Toutefois, pendant une période transitoire d'un mois à compter de ce jour, les deux dénominations, ancienne et nouvelle, pourront être utilisées par la société.

Cette résolution est adoptée à l'unanimité.

POUR EXTRAIT CERTIFIE CONFORME,  
LE SECRETAIRE DE L'ASSEMBLEE

*Philippe Bougon*  
Philippe BOUGON

Le notaire soussigné a reçu et a lu l'acte ci-dessus et a constaté que les signatures sont conformes à celles des personnes nommées ci-dessus et qu'il n'y a pas de fraude.  
 FRANÇAISE  
 000719 B.  
 10 Juillet 2000  
 nombre de pages - 2



# SCHNEIDER ELECTRIC SA

Public Limited Company with capital of 2,700,164,100 French francs  
Registered Office : 40, avenue André Morizet 92100 BOULOGNE BILLANCOURT  
Registered in the Nanterre Register of Commerce and Companies  
under the number : 954 503 439  
SIRET 954 503 439 00059  
APE 312A

## EXTRACT FROM THE MINUTES OF THE ORDINARY AND EXTRAORDINARY JOINT GENERAL MEETING DULY CONVENED AND HELD ON MAY 07, 1999

On Friday the 7th day of May in the year one thousand nine hundred and ninety-nine at 10:30 am, the shareholders of **SCHNEIDER ELECTRIC SA**, Public Limited Company with capital of 2,700,164,100 French francs, divided into 27 001 641 shares of 100 French francs each, assembled for an **ORDINARY AND EXTRAORDINARY JOINT GENERAL MEETING**, held at 64/70, avenue Jean-Baptiste Clément 92100 Boulogne Billancourt, upon formal notice of meeting given to them by the Board of Directors, pursuant to Clause 29 of the articles of association.

An attendance list was drawn up and to which were appended the powers of attorney given by the shareholders represented by proxies, which list was signed by all the shareholders present and by all the proxies of the represented shares at the time of their arrival for the meeting.

Mr Henri **LACHMANN**, Chairman and Managing Director, presided over the meeting. He called upon the following two shareholders present and representing the largest number of shares, to perform the functions of Scrutineers, which functions they agreed to perform :

Mr Jean-François **PILLIARD** on his own behalf and on behalf of **SCHNEIDER SA**,  
and Mr Jean-Louis **ANDREU**.

The committee thus set up designated Mr Philippe **BOUGON** for performing the functions of Secretary to the meeting.

The attendance list, signed by the shareholders, allowed to establish that the number of the shares belonging to the shareholders present or represented and not deprived of voting rights under the provisions of law and the articles of association, stood at 27 001 641 (twenty-seven million one thousand six hundred and forty-one). The Members of the Committee certified this attendance list correct.

The Meeting having thus gathered over one-quarter of the registered capital for the passing of the resolutions falling within the competence of Ordinary General Meeting, over one-third of the registered capital for the passing of the resolutions falling within the competence of Extraordinary General Meeting, after deduction of the shares deprived of voting rights pursuant to law and the articles of association, was declared duly formed.

The Auditors, the Merger Surveyor and the Statutory Appraiser and Division Surveyor, prevented from attending, were excused.

The Chairman then announced that the items on the agenda include :

**AS FALLING WITHIN THE COMPETENCE OF EXTRAORDINARY GENERAL MEETING**

- ♦ Change of the company's name.

Several remarks were made and then no one having asked any more to be allowed to speak, the Chairman put successively to the vote the following resolutions appearing on the Agenda of the meeting :

**RESOLUTIONS**

**AS FALLING WITHIN THE COMPETENCE OF EXTRAORDINARY GENERAL MEETING**

**THIRTEENTH RESOLUTION**

The General Meeting, after having heard read the Board of Directors' report :

- ♦ decided to change the company's name and to adopt the following name :  
" SCHNEIDER ELECTRIC INDUSTRIES SA. "

This decision shall become effective as from this day.

- ♦ decided to make the corresponding amendment to Clause 2 of the articles of association. Said clause shall henceforth read as follows :

*" Clause 2*

*The name of the Company is : SCHNEIDER ELECTRIC INDUSTRIES SA. "*

However, during a transitional period lasting one month as from this day, the company may use the two names, former and new.

This resolution was passed unanimously.

**CERTIFIED TRUE EXTRACT  
THE SECRETARY TO THE MEETING**

**Signed Philippe BOUGON**

