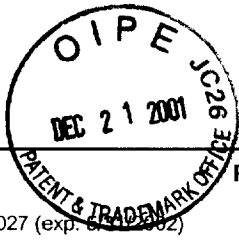


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 03-31-2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Lafayette Brass Company, Inc. and Durst Industries, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State New York, 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 10, 1989 & June 16, 1989

2. Name and address of receiving party(ies)

Name: Durst Corporation, Inc.

Internal Address:

Street Address: 1115 Globe Avenue

City: Mountainside State: NJ Zip: 07092

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State New Jersey

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)

Not Applicable

B. Trademark Registration No.(s)

THE RAIN MACHINE, Registration No. 1,191,720

Additional number(s) attached Yes No

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

Name: William J. Heller, Esq.

Internal Address: McCarter & English Four Gateway Center

Street Address: 100 Mulberry Street P.O. Box 652

City: Newark State: NJ Zip: 07101

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: 501402

(Attach duplicate copy of this page if 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.

Lawrence B. Brodey, President Durst Corporation, Inc.

Name of Person Signing

Signature

Date

12/04/01

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/02/2002 GT0N11 00000014 501402 1191720 01 FC:481 40.00 CH

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CERTIFICATE OF MERGER

OF

LAFAYETTE BRASS COMPANY, INC.

AND

U.S. AIR VALVE PRODUCTS, INC.

INTO

DURST INDUSTRIES, INC.

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW
OF THE STATE OF NEW YORK

CO12841

Pursuant to the provisions of Section 905 of the New York Business Corporation Law, Durst Industries, Inc., a New York corporation, hereby adopts the following Certificate of Merger for the purpose of merging its wholly-owned subsidiaries, Lafayette Brass Company, Inc., a New York corporation, and U.S. Air Valve Products, Inc., a New York corporation, into Durst Industries, Inc.:

CO12841

FIRST: The Certificate of Incorporation of Durst Industries, Inc. ("Durst") was filed with the Department of State of the State of New York on February 7, 1912. The name under which it was formed is The Durst Manufacturing Company, Inc.

SECOND: The Certificate of Incorporation of Lafayette Brass Company, Inc. ("Lafayette") was filed, under the name Lafayette Brass Co., Inc., with the Department of State of the State of New York on July 7, 1949. Lafayette has outstanding

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one thousand (1000) shares of common stock with a par value of \$1.00, all of said shares being owned by Durst.

THIRD: The Certificate of Incorporation of U.S. Air Valve Products, Inc. ("U.S. Air Valve") was filed with the Department of State of the State of New York on October 28, 1977. U.S. Air Valve has outstanding two hundred (200) shares of common stock without par value, all of said shares being owned by Durst.

FOURTH: The resolution adopting the Plan of Merger was adopted by the Board of Directors of Durst in the manner prescribed by the laws of the State of New York.

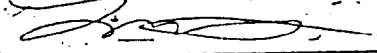
FIFTH: The date when the merger is to become effective shall be the date of filing hereof.

SIXTH: The surviving corporation of the merger is Durst Industries, Inc.

IN WITNESS WHEREOF, we have signed this certificate on the 10th day of May 19 89 and we affirm the statements contained therein as true under penalties of perjury.

Dated: 5/10/89

DURST INDUSTRIES, INC.


LAWRENCE B. BRODEY, Secretary

By: 
JULIS ROSENKRANTZ, President

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STATE OF NEW YORK
DEPARTMENT OF STATE

FILED MAY 19 1989

AMT. OF CHECK \$ 30
FILING FEE \$ 60
TAX \$
COUNTY FEE \$
COPY \$ 10
CERT \$
REFUND \$
SPEC HANDLE \$ 10

- ① LAFAYETTE BRASS COMPANY, INC.
- AND
- ② U.S. AIR VALVE PRODUCTS, INC.
- INTO
- ③ DURST INDUSTRIES, INC.

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW
OF THE STATE OF NEW YORK

BY: JIK
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orig. The Durst Manufacturing Company, Inc.
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CARPENTER, BENNETT & MORRISSEY
THREE GATEWAY CENTER
100 MULBERRY STREET
NEWARK, NJ 07102

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State of New York }
Department of State }^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on 6-21 1996



A handwritten signature in cursive script, appearing to read "J. Clark", written in black ink.

Special Deputy Secretary of State

CERTIFICATE OF MERGER

OF

DURST INDUSTRIES, INC.
a Corporation of the State of New York

INTO

DURST CORPORATION, INC.
a Corporation of the State of New Jersey

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

We, the undersigned, Norman Redlich and Lawrence Brodey,
being respectively the Chairman and the Secretary of DURST
INDUSTRIES, INC., a corporation of the State of New York, and Eli
S. Egert and Dana W. Egert, being respectively the President and
Secretary of DURST CORPORATION, INC., a corporation of the State
of New Jersey hereby certify:

(a) The name of each constituent corporation is as
follows:

DURST INDUSTRIES, INC., a corporation of the
State of New York

DURST CORPORATION, INC., a corporation of the
State of New Jersey.

(b) The name of the surviving corporation is DURST
CORPORATION, INC., a corporation of the State
of New Jersey.

2. As to each constituent corporation, the designation
and number of outstanding shares and the voting rights thereof
are as follows:

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7. DURST CORPORATION, INC. agrees that, subject to the provision of section 623 of the Business Corporation Law, it will promptly pay to the shareholders of DURST INDUSTRIES, INC. the amount, if any, to which they shall be entitled under the provisions of said section relating to the right of shareholders to receive payment for their shares.

8. DURST CORPORATION, INC. designates the Secretary of State of New York as its agent upon whom process against it may be served, in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law, in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against it served is 3 Pheasant Run, Upper Saddle River, New Jersey 07458. Such post office address shall supersede any prior address designated as the address to which process shall be mailed.

IN WITNESS WHEREOF, we have signed this certificate on the 16th day of June, 1989 and we affirm the statements contained therein as true under penalties of perjury.

DURST INDUSTRIES, INC.
a Corporation of the State of New York

By Norman Redlich
Norman Redlich, Chairman

(SIGNATURES CONTINUED ON FOLLOWING PAGE)

<u>Name of Corporation</u>	<u>Designation and number of shares outstanding and entitled to vote</u>
DURST INDUSTRIES, INC.	6,172 - Common
DURST CORPORATION, INC.	100 - Capital

3. The merger was adopted by DURST INDUSTRIES, INC. by consent of the majority of the shareholders. The merger is permitted by the laws of the State of New Jersey and is in compliance therewith.

4. DURST CORPORATION, INC., the surviving corporation, was incorporated in the State of New Jersey on December 23, 1988. Said corporation presently does not intend to do business in the State of New York.

5. The certificate of incorporation of DURST INDUSTRIES, INC., was filed by the New York Department of State on February 7, 1912 under the name of The Durst Manufacturing Company, Inc.

6. DURST CORPORATION, INC. agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of DURST INDUSTRIES, INC. and for the enforcement, under the Business Corporation Law, of the right of the shareholders of DURST INDUSTRIES, INC. to receive payment for their shares against DURST CORPORATION, INC.

By *L B Brodey*
Lawrence Brodey, Secretary

DURST CORPORATION, INC.
a Corporation of the State of New Jersey

By *Eli S. Egert*
Eli S. Egert, President

By *Dana W. Egert*
Dana W. Egert, Secretary

CT-91 (5/87)

State of New York - Department of Taxation and Finance - Corporation Tax
Albany, New York 12227

To: SECRETARY OF STATE

Date June 30, 1989

NAME OF CORPORATION

DURST INDUSTRIES, INC.

ID# 13-5039720 AA3

Pursuant to provisions of Section 907 of the Business Corporation Law, the Commissioner of Taxation and Finance hereby consents to the Merger of the above named corporation, into DURST CORPORATION, INC. (NJ) - no ID# - if filed on or before 9/8/89.

Certificate and fee are attached.

Filed by: Hannotch Weisman, Esqs.
4 Becker Farm Road
Roseland, NJ 07068-3788

Director, Processing Division

By *J. P. [Signature]*

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Durst
Hutton Ave
The Bronx NY
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<p>CERTIFICATE OF MERGER OF DURST INDUSTRIES, INC.</p> <p>into</p> <p>DURST CORPORATION, INC.</p> <p>Pursuant to Section 907 of the Business Corporation Law</p>
<p>HANNOCH WEISMAN A Professional Corporation 4 Becker Farm Road Roseland, New Jersey 07068</p>

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JULY 19 1989

AMT. OF CHECK \$ 70
 FILING FEE \$ 60
 TAX \$ _____
 COUNTY FEE \$ _____
 COPY \$ _____
 CERT \$ _____
 REFUND \$ _____
 SPEC HANDLE \$ 10

BY: JH

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