

03-12-2002



SHEET

U.S. DEPARTMENT OF COMMERCE

LY

Patent and Trademark Office

102010640

To the Honorable Commissioner,

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Genesee A.J. Subsidiary, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- 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 November 25, 1992

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

Name: Ontario Foods, Incorporated

Street Address: 4001 Salt Works Rd.

City: Medina State: NY ZIP: 14103

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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

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

A. Trademark Application No.(s)

B. Trademark No.(s) 1,445,411

Additional Numbers attached? Yes No

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

Name: R. Kent Roberts

Hodgson Russ LLP

Internal Address: Intellectual Property Law Section

Street Address: One M&T Plaza, Suite 2000

City: Buffalo State: NY ZIP: 14203-2391

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:

08-2442

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

03/11/2002 6TON11 00000322 1445411
01 FC:481 40.00 00

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.

R. Kent Roberts, Reg. No. 40,786

Name of Person Signing

Signature

Date

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

9

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

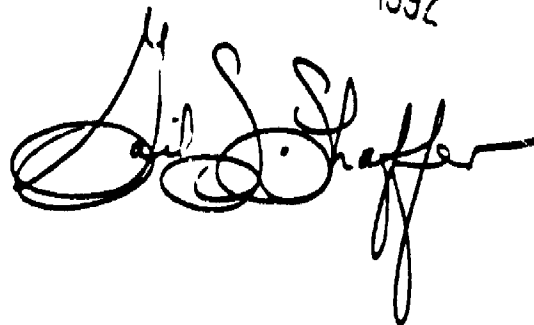
State of New York }
Department of State } ^{SS:}

081678

I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.

Witness my hand and seal of the Department of State on

DEC 14 1992



Secretary of State

921125000330

NORTSTAR

CERTIFICATE OF MERGER

OF

GENESEE A. J. SUBSIDIARY, INC.

INTO

ONTARIO FOODS, INCORPORATED

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

FILED

Nov 25 3 34 PM '92

NY - off date 12/1/92

Ontario Foods, Incorporated
445 St. Paul Street
Rochester, New York 14605

**STATE OF NEW YORK
DEPARTMENT OF STATE**
FILED **NOV 25 1992**
TAX \$
BY:
ork

921125000370

TRADEMARK

92112500030

CERTIFICATE OF MERGER
OF
GENESEE A. J. SUBSIDIARY, INC.
INTO
ONTARIO FOODS, INCORPORATED
UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

We the undersigned, being respectively the Executive Vice President and Secretary of Ontario Foods, Incorporated, the surviving corporation, hereby certify:

1. The name of the subsidiary corporation to be merged is Genesee A. J. Subsidiary, Inc. and the name of the surviving corporation is Ontario Foods, Incorporated. Ontario Foods, Incorporated was originally incorporated under the name Genesee Ontario Subsidiary, Inc.
2. There are currently 1000 shares of common stock, no par value, of Genesee A. J. Subsidiary, Inc. issued and outstanding. Ontario Foods, Incorporated owns all of these shares.
3. The effective date of the merger is December 1, 1992.
4. Genesee A. J. Subsidiary, Inc. is a foreign corporation, incorporated under the laws of the State of Delaware. The Certificate of Incorporation of Genesee A. J. Subsidiary, Inc. was filed by the Delaware Department of State on January 19, 1988. Genesee A. J. Subsidiary, Inc. has not filed an application to do business in New York pursuant to Article 13 of the New York Business Corporation Law.
5. Ontario Foods, Incorporated is a New York corporation. The Certificate of Incorporation of Ontario Foods, Incorporated was filed by the Department of State on January 21, 1988.
6. The Plan of Merger was adopted by the Board of Directors of Ontario Foods, Incorporated.

IN WITNESS WHEREOF, we have signed this Certificate on this 25th day of November, 1992, and we affirm the statements contained herein as true under penalty of perjury.

Ontario Foods, Incorporated

By: Robert N. Latella
Robert N. Latella, Executive Vice President

By: Mark W. Leunig
Mark W. Leunig, Secretary

CERTIFICATE OF OWNERSHIP AND MERGER

OF

GENESEE A. J. SUBSIDIARY, INC.

INTO

ONTARIO FOODS, INCORPORATED

UNDER SECTION 253 OF THE DELAWARE GENERAL CORPORATION LAW

Ontarios Foods, Incorporated
445 St. Paul Street
Rochester, New York 14605

CERTIFICATE OF OWNERSHIP AND MERGER
OF
GENESEE A. J. SUBSIDIARY, INC.
INTO
ONTARIO FOODS, INCORPORATED
UNDER SECTION 253 OF THE DELAWARE GENERAL CORPORATION LAW

We the undersigned, being respectively the Executive Vice President and Secretary of Ontario Foods, Incorporated, hereby certify:

1. The name of the constituent corporation to be merged is Genesee A. J. Subsidiary, Inc. The name of the constituent corporation that shall survive the merger is Ontario Foods, Incorporated.

2. Genesee A. J. Subsidiary, Inc. is a Delaware corporation. The Certificate of Incorporation of Genesee A. J. Subsidiary, Inc. was filed by the Delaware Department of State on January 19, 1988.

3. Ontario Foods, Incorporated is a New York corporation. The Certificate of Incorporation of Ontario Foods, Incorporated was filed by the New York Department of State on January 21, 1988.

4. There are currently 1000 shares of common stock, no par value, of Genesee A. J. Subsidiary, Inc. issued and outstanding. Ontario Foods, Incorporated owns all of these shares.


5. The merger was approved by the Board of Directors of Ontario Foods, Incorporated, by resolutions adopted on November 19, 1992, a copy of which resolutions are attached hereto as Exhibit A.

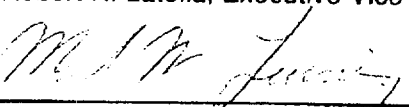
6. Ontario Foods, Incorporated agrees that it may be served with process in Delaware in any proceeding for enforcement of any obligation of Genesee A.J. Subsidiary, Inc., as well as for enforcement of any obligation of Ontario Foods, Incorporated arising from the merger, including any suit or other proceeding pursuant to Section 262 of the Delaware General Corporation law. Ontario Foods, Incorporated hereby irrevocably appoints the Delaware Secretary of State as its agent to accept service of process in any such suit or other proceedings. The address to which the Delaware Secretary of State shall mail a copy of such process shall be:

Ontario Foods, Incorporated
445 St. Paul Street
Rochester, New York 14605

IN WITNESS WHEREOF, we have signed this Certificate on this 23rd day of November, 1992, and we affirm under penalties of perjury, that the instrument is the act and deed of Ontario Foods, Incorporated and that the facts stated herein are true.

Ontario Foods, Incorporated

By: 
Robert N. Latella, Executive Vice President

By: 
Mark W. Leunig, Secretary

Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

162 WASHINGTON AVENUE
ALBANY, NY 12231

FILING RECEIPT

INCORPORATION NAME: ONTARIO FOODS, INCORPORATED

DOCUMENT TYPE : MERGER (DDM. BUSINESS)

COUNTY: ORLE

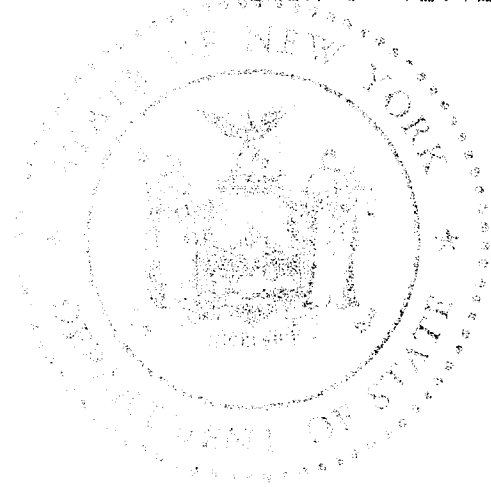
SERVICE COMPANY : NORTHSTAR CORPORATE SERVICES, INC.

INSTITUENT NAME: GENESEE A.J. SUBSIDIARY, INC.

FILED: 11/25/1992 DURATION: ***** CASH #: 921125000370 FILM #: 921125000330

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES		PAYMENTS	
ONTARIO FOODS, INCORPORATED 445 ST. PAUL STREET ROCHESTER, NY 14605	FILING : TAX : CERT : COPIES : HANDLING:	60.00 0.00 0.00 0.00 25.00	CASH : CHECK : BILLED: REFUND:	85.00 0.00 85.00 0.00

TRADEMARK

NYS DEPARTMENT OF STATE

NEW FILING RECEIPT COPY

CORPORATION NAME

EMERSON ELECTRIC CO INC

DATE FILED

02/14/02

DURATION & COUNTY CODE

FILM NUMBER

CASH NUMBER

000000

NUMBER AND KIND OF SHARES

LOCATION OF PRINCIPAL OFFICE

STATE

ADDRESS FOR PROCESS

REGISTERED AGENT

FEES AND/OR TAX PAID AS FOLLOWS:

AMOUNT OF CHECK \$

AMOUNT OF MONEY ORDER \$

AMOUNT OF CASH \$

\$ DOLLAR FEE TO COUNTY

\$

FILING

\$

TAX

\$

CERTIFIED COPY

\$

CERTIFICATE

FILER NAME AND ADDRESS

TOTAL PAYMENT \$

REFUND OF \$

TO FOLLOW