



102082685
TRADEMARKS ONLY

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

Please record the attached original
documents or copy thereof:

<p>1. Name of conveying party(ies):</p> <p>Johnson Filtration Systems Inc. <i>4-29-02</i> New Brighton, Minnesota 55112</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Wheelabrator Engineered Systems Inc. 55 Shuman Boulevard Naperville, Illinois 60563</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from Assignment.)</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 21, 1992</u></p>	

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

A. Trademark Application No.(s):

B. Trademark registration No.(s): 1,189,910

Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Jill A. McWhirter HOWREY SIMON ARNOLD & WHITE, LLP 750 Bering Drive Houston, Texas 77057-2198</p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 C.F.R. § 3.41): <u>\$40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Charge deposit account in the event the check is inadvertently omitted, or the amount is insufficient</p> <p>8. Deposit account number: 01-2508 (ref. WCOS:113)</p>
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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.

Jill A. McWhirter
Name of Person Signing

Jill McWhirter
Signature

4-18-02
Date

Page 1 of 4

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "JOHNSON FILTRATION SYSTEMS INC.", CHANGING ITS NAME FROM "JOHNSON FILTRATION SYSTEMS INC." TO "WHEELABRATOR ENGINEERED SYSTEMS INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1992, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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010427087

AUTHENTICATION: 1319293

DATE: 08-29-01

TRADEMARK
REEL: 002501 FRAME: 0410

CERTIFICATE OF AMENDMENT
of
CERTIFICATE OF INCORPORATION
of
JOHNSON FILTRATION SYSTEMS INC.

JOHNSON FILTRATION SYSTEMS INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Law"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of JOHNSON FILTRATION SYSTEMS INC., by the unanimous written consent of its members pursuant to Section 141(f) of the Law, filed with the minutes of the proceedings of the Board, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of said corporation and declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

RESOLVED that, it is deemed advisable and in the best interest of the Corporation that the Certificate of Incorporation of the Corporation be amended by changing Article FIRST thereof so that, as amended, said Article shall be and read as follows:

" FIRST: The name of the corporation is Wheelabrator Engineered Systems Inc. (hereinafter the "Corporation")."

SECOND: That in lieu of a meeting and vote of the stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the Law and that said consent has been filed with the minutes of the proceedings of the stockholders.

THIRD: That the aforesaid amendment of the Certificate of Incorporation was duly adopted pursuant to the applicable provisions of Section 141, 228 and 242 of the Law.

IN WITNESS WHEREOF, said JOHNSON FILTRATION SYSTEMS INC. has caused this instrument to be executed for and on its behalf by a Vice President, thereunto duly authorized, and attested by an Assistant Secretary, this 21st day of December, 1992.

JOHNSON FILTRATION SYSTEMS INC.

By Robert L. Mahony
Vice President

ATTEST:

Scott M. Guller
Assistant Secretary