

05-31-2002



FORM PTO-1594

RECOR

ER SHEET

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

102107256

TRADEMARKS ONLY

OMB No. 0651-0027 (exp. 5/31/2002)

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

1. Name of conveying party(ies):
 Delevan Inc **5-28-02**

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

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

2. Name and address of receiving party(ies):
 Name: **Coltec Industries Inc**
 Internal Address:
 Street Address: **2730 W. Tyvola Road**

City: **Charlotte** State: **NC** ZIP: **28217**

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date(s): **December 22, 1997**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - State **Pennsylvania**
 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) of receiving party(ies) attached? Yes No

OFFICE OF PUBLIC RECORDS
 2002 MAY 28 PM 4: 21
 FINANCE SECTION

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

A. Trademark Application No(s):
75/560,402

B. Trademark No(s)

1,454,865	1,351,698
1,301,207	1,276,170
1,834,652	1,292,321
1,012,800	2,287,377

Additional numbers attached? Yes No

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

Name: **Steven C. Lieske**
 Internal Address: **3300 Plaza VII Building**
 Street Address: **45 South Seventh Street**
 City: **Minneapolis** State: **MN** ZIP: **55402**
 Our File No.: 13996/200

6. Total number of applications and registrations involved: **9**

7. Total Fee (37 CFR 3.41) \$240.00.
 Enclosed
 Authorized to be charged to deposit account
 Authorized to charge any underpayment or credit any overpayment to deposit account.

8. Deposit account number:
50-1901
 (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.

Steven C. Lieske *Steven C. Lieske* 5/8/2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4
 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

05/30/2002 6TOM11 00000178 501901 75560402

01 FC:481 40.00 CH
 02 FC:482 200.00 CH

TC2: 580031 v01 04/10/2002

TRADEMARK
 REEL: 2515 FRAME: 0964

Exhibit A**PLAN OF MERGER**

THIS PLAN OF MERGER is with respect to Coltee Industries Inc, a Pennsylvania corporation (the "Corporation"), and Delavan Inc, an Iowa corporation (the "Subsidiary"). All outstanding shares of each class of stock of the Subsidiary are owned by the Corporation.

1. TERMS AND CONDITIONS OF MERGER.

1.1 The Merger. Subject to the terms and conditions contained herein, at the Effective Time (as defined below), the Subsidiary shall merge with and into the Corporation, with the Corporation being the surviving corporation (the "Surviving Corporation") in such merger (the "Merger") and the separate existence of the Subsidiary shall cease. As of the Effective Time and as a result of the Merger, the Surviving Corporation shall possess all of the rights, privileges, powers and franchises of the Subsidiary, and all property (real, personal and mixed) and other assets (tangible and intangible) belonging to the Subsidiary shall be vested in the Surviving Corporation, and all such property, assets, rights, privileges, powers and franchises shall thereafter belong to the Surviving Corporation, and the title to any real estate vested by deed or otherwise in the Subsidiary shall not revert or be in any way impaired by reason of the Merger. All rights of creditors and all liens upon any property of the Subsidiary shall be preserved unimpaired, and all debts, liabilities and duties of the Subsidiary shall, following the Merger, attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by the Surviving Corporation.

1.2 Consummation of the Merger. The Corporation shall cause Articles of Merger to be filed with the Secretary of State of Iowa in such form as required by, and executed in accordance with, the relevant provisions of the Iowa Business Corporation Act and shall cause Articles of Merger to be filed with the Secretary of the Commonwealth of Pennsylvania in such form as required by, and executed in accordance with, the relevant provisions of the Iowa Business Corporation Act. The merger shall become effective as of 11:55 p.m., Eastern Standard Time, December 31, 1997 (the "Effective Time").

1.3 Articles of Incorporation. The Articles of Incorporation of the Corporation, as in effect at the Effective Time, shall be the Articles of Incorporation of the Surviving Corporation until amended or repealed in accordance with the terms thereof and applicable law.

1.4 Bylaws. The Bylaws of the Corporation, as in effect at the Effective Time, shall be the Bylaws of the Surviving Corporation until amended or repealed in accordance with the provisions thereof, the Articles of Incorporation of the Surviving Corporation and applicable law.

1.5 Directors. The directors of the Corporation, as of the Effective Time, shall be the directors of the Surviving Corporation until their respective successors are duly elected and qualified in the manner provided in the Bylaws of the Surviving Corporation and applicable law, or until their earlier resignation or removal.

1.6 Officers. The officers of the Corporation, as of the Effective Time, shall be the officers of the Surviving Corporation until their successors are duly elected and qualified in the manner provided in the Bylaws of the Surviving Corporation and applicable law, or until their earlier resignation or removal.

2. CANCELLATION OF SHARES

2.1 Cancellation of Shares. As of the Effective Time, by virtue of the Merger and without any further action by the holder thereof, each issued and outstanding share of capital stock of the Subsidiary shall be canceled and all rights and privileges relating thereto shall terminate.

IN WITNESS WHEREOF, the undersigned has executed this Plan of Merger effective as of the 22 day of December, 1997.

COLTEC INDUSTRIES INC

By: [Signature]
Name: Robert J. Tubbs
Title: Executive Vice President, General Counsel and Secretary

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SECRETARY OF STATE

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ARTICLES OF MERGER
MERGING
DELAVAN INC
INTO
COLTEC INDUSTRIES INC

SECRETARY OF STATE

2
\$50.00 STATE

Coltec Industries Inc, a corporation organized under the laws of the Commonwealth of Pennsylvania (the "Surviving Corporation"), hereby submits these Articles of Merger for the purpose of merging its subsidiary corporation, Delavan Inc, a corporation organized under the laws of the State of Iowa (the "Merging Corporation"), into the Surviving Corporation.

1. The Plan of Merger attached hereto as Exhibit A was duly approved by the Board of Directors of the Surviving Corporation on December 22, 1997 in the manner prescribed by law.

2. Shareholder approval was not required because the Surviving Corporation was the owner of one hundred percent (100%) of the outstanding shares of each class of stock of the Merging Corporation.

These Articles of Merger shall become effective at 11:55 p.m., Eastern Standard Time on December 31, 1997.

This 22nd day of December, 1997.

COLTEC INDUSTRIES INC, a
Pennsylvania corporation

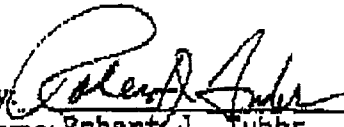
By: 
Name: Robert J. Tubbs
Title: Executive Vice President, General Counsel and Secretary

EXHIBIT A
TRADEMARKS

MARK	SERIAL/REGISTRATION NUMBER
COLOR JET	1,454,865 and 1,351,698
COLOR-BRATE	1,301,207 and 1,276,170
COLOR JET	1,454,865 and 1,351,698
DIAL-A-RATE	75/560,402
DURA-JET	1,834,652
RAINDROP	1,012,800 and 1,292,321
RAINDROP ULTRA	2287377 and 2,287,377
RF ULTRA	

EXHIBIT B
PATENTS

TITLE	PATENT NUMBER
BOOM CONTROL VALVE	5,263,514
NOZZLE ASSEMBLY	6,123,272