

08-08-2002

**EXPRESS MAIL CERTIFICATE**



102182187

"Express Mail" Mailing Label Number EL8526827

Date of Deposit: July 31, 2002

I hereby certify that this **Recordation Form Cover Sheet and Fee** are being deposited with the United States Postal Service as "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.110 on the date indicated above and is addressed to Box Assignment, Commissioner for Patents and Trademarks, Washington, D.C. 20231

OFFICE OF THE CLERK OF THE SUPREME COURT  
702 JUL 31 AM 9:34  
FINANCE SECTION

*Christine A. Hutter*  
By: Christine A. Hutter

MRD  
7-31-02

**TRADEMARKS ONLY**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICANT : Westinghouse Air Brake Technologies Corporation  
FOR THE MARK : **ESP**  
APPLICATION NO. : 75/707,235  
FILING DATE : May 17, 1999  
ATTORNEY DOCKET NO. : LKRZ 5 00004

Cleveland, Ohio 44114-2518  
July 31, 2002

**RECORDATION FORM COVER SHEET**

Box Assignment  
Commissioner for Patents and Trademarks  
Washington, D.C. 20231

Dear Sir:

Please record the attached original document or copy thereof.

1. Name of conveying Party(ies):

WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION

Entity:

06/07/2002 DBYRNE  
01 FC:481

00000194 75707235 Individual(s) \_\_\_\_\_ Association  
40.00 GP  
\_\_\_\_\_ General Partnership \_\_\_\_\_ Limited Partnership  
X Corporation-State Delaware

**DOCUMENT 2 OF 2**

**TRADEMARK**  
**REEL: 002557 FRAME: 0515**

\_\_\_\_ Other \_\_\_\_\_

2. Name and Address of receiving Party(ies):

Name: 2010185 Ontario, Inc.

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

Street Address: 3876 Apollo Parkway

City: Willoughby

State: Ohio ZIP: 44094-724

Entity:

\_\_\_\_ Individual-Citizenship

\_\_\_\_ Association

\_\_\_\_ General Partnership

\_\_\_\_ Limited Partnership

X Corporation-State Ontario

\_\_\_\_ Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:

X Yes

\_\_\_\_ No

(Designation must be a separate document from Assignment.)

3. Nature of Conveyance:

X Assignment

\_\_\_\_ Change of Name

\_\_\_\_ Security Agreement

\_\_\_\_ Merger

Other \_\_\_\_\_

Execution Date: July 31, 2002



8. Deposit Account Number (attach duplicate copy of this form if paying by Deposit Account): 06-0308

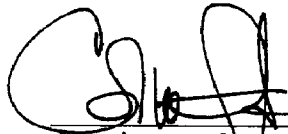
DO NOT USE THIS SPACE

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.*

Respectfully submitted,

FAY, SHARPE, FAGAN,  
MINNICH & MCKEE, LLP



Christopher B. Fagan  
Colleen Flynn Goss  
1100 Superior Avenue  
Seventh Floor  
Cleveland, OH 44114-2518  
(216) 861-5582

7-31-02  
Date

Total number of pages including cover sheet, attachments, and document: 10

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant : 2010185 Ontario, Inc.  
Mark : **ESP**  
Serial No. : 75/707,235  
Filed : May 17, 1999  
Attorney Docket No. : LKRZ 5 00004

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, VA 22202-3513

Dear Sir:

2010185 Ontario, Inc. hereby appoints Christopher B. Fagan of the firm of FAY, SHARPE, FAGAN, MINNICH & MCKEE, LLP, whose postal address is 1100 Superior Avenue, Seventh Floor, Cleveland, Ohio 44114-2518, (216) 861-5582, as its domestic representative upon whom notices or proceedings affecting the above-identified mark may be served.

2010185 ONTARIO, INC.

By



Colleen Flynn Goss,  
Attorney for Applicant

Date 7-31-02

**TRADEMARK ASSIGNMENT**

**WHEREAS**, Westinghouse Air Brake Company (now Westinghouse Air Brake Technologies Corporation, through a change of corporate name filed in Delaware on December 23, 1999, a copy of which is attached hereto), a Delaware corporation, with a place of business at 1001 Air Brake Avenue, Wilmerding, Pennsylvania 15148-0001 ("Assignor"), owns and has a bona fide intent to use the mark ESP ("the Mark") in connection with the following goods: mechanically attached pipe and tube fittings made of metal; and

**WHEREAS**, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor's bona fide intent to use the Mark in commerce with the above-described goods, Application Serial No. 75/707,235, filed on May 17, 1999; and

**WHEREAS**, 2010185 Ontario Inc., an Ontario corporation, with a place of business at 3876 Apollo Parkway, Willoughby, Ohio 44094-724 ("Assignee"), desires to acquire the business of Assignor in connection with which Assignor has a bona fide intent to use the Mark and the pending Application;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark and the pending Application therefor, together with that portion of Assignor's business in connection with which it has a bona fide intent to use the Mark, nunc pro tunc, effective as of March 28, 2002.

WESTINGHOUSE AIR BRAKE  
TECHNOLOGIES CORPORATION  
(formerly Westinghouse Air Brake Company)

By: [Signature]  
Name: ANTHONY J. CARPANI  
Title: VP GROUP EXECUTIVE FUNCTION

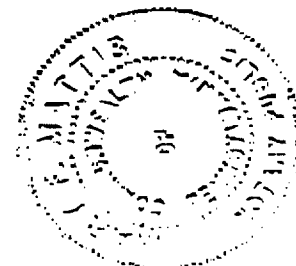
Dated effective as of:

SWORN and SUBSCRIBED before me this 31 day of July, 2002.

[Signature]  
Notary Public

My commission expires:

Notarial Seal  
Mary F. Mattis, Notary Public  
Wilmerding Boro, Allegheny County  
My Commission Expires Mar. 14, 2005  
Member, Pennsylvania Association of Notaries



**CERTIFICATE OF OWNERSHIP AND MERGER  
MERCING  
WABCO MERGER SUBSIDIARY, INC.  
INTO  
WESTINGHOUSE AIR BRAKE COMPANY**

Westinghouse Air Brake Company ("WABCO"), a corporation organized and existing under the laws of Delaware, does hereby certify:

**FIRST:** That WABCO was incorporated on the 19<sup>th</sup> day of October, 1989, pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** That WABCO owns all of the outstanding shares of the stock of WABCO Merger Subsidiary, Inc., a corporation incorporated on the 23<sup>rd</sup> day of December, 1999, pursuant to the General Corporation Law of the State of Delaware.

**THIRD:** That WABCO, by the following resolutions of its Board of Directors, duly adopted at a meeting held on November 11, 1999, filed with the minutes of the Board, determined to merge into itself said WABCO Merger Subsidiary, Inc.:

**RESOLVED**, that WABCO Merger Subsidiary, Inc. be incorporated as a Delaware corporation and wholly-owned subsidiary of WABCO (the "Subsidiary"), and that Subsidiary be merged with and into WABCO and that WABCO assume all of its obligations;

**RESOLVED FURTHER**, that the merger shall be effective upon filing with the Secretary of State of Delaware;

**RESOLVED FURTHER**, that the proper officers of WABCO be and they are hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Subsidiary and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware and to do all such other acts and things and to execute, sign, verify, acknowledge, deliver, file and record all such other instruments, returns and documents, in the name and on behalf of WABCO and under its corporate seal or otherwise, as they in their judgment shall deem necessary, proper or advisable in order to effect said merger;

**RESOLVED FURTHER**, that WABCO change its corporate name by changing Article FIRST of its Restated Certificate of Incorporation to read as follows:

POWER ASSOCIATES  
December 22, 1999 4:34 PM

TRADEMARK

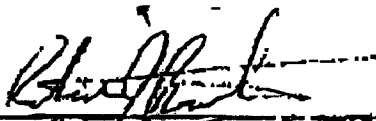
REEL: 002557 FRAME: 0521

Article FIRST: The name of the Corporation is Westinghouse Air Brake Technologies Corporation.

RESOLVED FURTHER, that if in connection with the merger and action referred to above, any specific form of resolution is required to be adopted, such resolution be and the same hereby is adopted, and the Secretary be, and he hereby is, authorized and directed to certify such resolution as having been adopted and to attach a copy thereof hereto.

IN WITNESS WHEREOF, said Westinghouse Air Brake Company has caused this Certificate of Ownership and Merger to be signed by its duly authorized officer this 23rd day of December, 1999.

WESTINGHOUSE AIR BRAKE COMPANY

  
 By \_\_\_\_\_  
 Name Robert S. Brooks  
 Title VP & Secy



**CERTIFICATION**

I hereby certify that the Certificate of Ownership and Merger Merging Wabco Merger Subsidiary, Inc. into Westinghouse Air Brake Company and changing the name of the corporation from Westinghouse Air Brake Company to Westinghouse Air Brake Technologies Corporation is a true and exact copy of the original Certificate of Ownership.

July 26, 2002  
Date

Angelina F. Beyerl  
Angelina F. Beyerl

Notarial Seal  
Angelina F. Beyerl, Notary Public  
Pittsburgh, Allegheny County  
My Commission Expires Sept. 24, 2004  
Member, Pennsylvania Association of Notaries

# Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"WABCO MERGER SUBSIDIARY, INC.", A DELAWARE CORPORATION, WITH AND INTO "WESTINGHOUSE AIR BRAKE COMPANY" UNDER THE NAME OF "WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1999, AT 10:31 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

2211085 8100M

991559179

AUTHENTICATION:

0164549

DATE:

12-27-99