

10-31-2002



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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

Tab settings

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

1. Name of conveying party(ies):

Rheodyne, L.P.

10-28-02

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

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

2. Name and address of receiving party(ies)

Name: Rheodyne Acquisition Corp.

Internal

Address:

Street Address: 6815 Redwood Drive

City: Cotati State: CA Zip: 94931

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State of Delaware 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 07/31/2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule A

Additional number(s) attached Yes No

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

Name: Dennis A. Gross

Internal Address: Suite 1201

Street Address: 666 Dundee Road

City: Northbrook State: IL Zip: 60062

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 140.00

Enclosed

Authorized to be charged to deposit account **

*Charge any underpayment to or credit any overpayment to:

8. Deposit account number:

50-1799

RECORDS SECTION 20 AM 11:24

DO NOT USE THIS SPACE

9. Signature.

Dennis A. Gross

Name of Person Signing

Signature

08/23/2002

Date

Total number of pages including cover sheet, attachments, and document: 7

10/30/2002 LAMPELLER 00000172 1985375

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

01 FC:8521 02 FC:8522

40.00 DP 100.00 DP

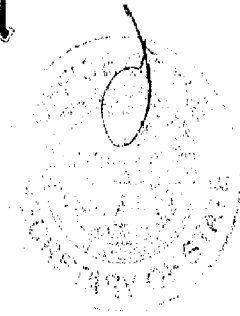
TRADEMARK REEL: 2607 FRAME: 0924

SCHEDULE A
Trademark List

Rheodyne, L.P. to Rheodyne Acquisition Corp.

Trademark	Reg. No.	Issued Date	Country
RHEODYNE	1985375	07/09/1996	United States
RHEODYNE	000448597	01/13/1997	European Union
RHEODYNE	438509	08/25/1998	Japan
WAVY "R"	1201838	07/20/1982	United States
WAVY "R"	000921270	09/10/1998	European Union
WAVY "R"	4385094	08/25/1998	Japan
RHEFLEX	1652284	07/30/1991	United States
RHEFLEX	000920942	09/01/1998	European Union
RHEBUILD	1993024	08/13/1996	United States
RHEBUILD	000921312	09/01/1998	European Union
RHEBUILD	4395872	08/25/1998	Japan
LabPRO	2274832	08/31/1999	United States
LabPRO	000920991	09/01/1998	European Union

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 31 2002



Bill Jones

Secretary of State



State of California
Secretary of State
Bill Jones

LIMITED PARTNERSHIP
CERTIFICATE OF MERGER
(Corporations Code Section 15678.4)

FILING FEE: PLEASE SEE INSTRUCTIONS
IMPORTANT—Read Instructions before completing this form.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUL 18 2002

BILL JONES, Secretary of State

This Space For Filing Use Only

1. NAME OF SURVIVING PARTNERSHIP OR ENTITY Rheodyne Acquisition Corp.	2. TYPE OF ENTITY Corporation	3. SECRETARY OF STATE FILE NUMBER, IF ANY	4. JURISDICTION Delaware
5. NAME OF DISAPPEARING PARTNERSHIP OR ENTITY Rheodyne, L.P.	6. TYPE OF ENTITY Limited Partnership	7. SECRETARY OF STATE FILE NUMBER, IF ANY 199421400024	8. JURISDICTION California

9. FUTURE EFFECTIVE DATE, IF ANY

MONTH	DAY	YEAR
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10. IF A VOTE WAS REQUIRED PURSUANT TO SECTION 15678.2 OR SECTION 1113, ENTER THE OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE OF VOTE REQUIRED:

SURVIVING PARTNERSHIP/ENTITY		DISAPPEARING PARTNERSHIP/ENTITY	
EACH CLASS ENTITLED TO VOTE ON THE MERGER	PERCENTAGE OF VOTE REQUIRED	EACH CLASS ENTITLED TO VOTE ON THE MERGER	PERCENTAGE OF VOTE REQUIRED
Directors/Shareholders	100% approval obtained	GP/LP	100% approval obtained

11. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED.

~~SECTION 12 APPLICABLE ONLY IF SURVIVING ENTITY IS A DOMESTIC LIMITED PARTNERSHIP. COMPLETE ITEM 12 AND PROCEED TO ITEM 16.~~

~~SECTIONS 13 AND 14 ARE APPLICABLE ONLY IF THE SURVIVING ENTITY IS A FOREIGN LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY.~~

13. ADDRESS OF THE SURVIVING FOREIGN LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

ADDRESS 530 Dundee Road Suite 400

CITY Northbrook STATE Illinois ZIP CODE 60062-2745

14. INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER PURSUANT TO THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY WAS FORMED INCLUDING ANYTHING UNDER CALIFORNIA CORPORATIONS CODE SECTION 15678.2 OR 1113.

15. TOTAL NUMBER OF PAGES ATTACHED (IF ANY) 2

16. I CERTIFY THAT THE STATEMENTS CONTAINED IN THIS DOCUMENT ARE TRUE AND CORRECT TO MY OWN KNOWLEDGE. I DECLARE THAT I AM THE PERSON WHO IS EXECUTING THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

see attached	see attached
NAME OF SURVIVING PARTNERSHIP/ENTITY	NAME OF DISAPPEARING PARTNERSHIP/ENTITY
SIGNATURE	SIGNATURE
POSITION OR TITLE	POSITION OR TITLE
DATE 7/17/02	DATE 7/17/02
SECOND SIGNATURE (IF REQUIRED)	SECOND SIGNATURE (IF REQUIRED)
POSITION OR TITLE	POSITION OR TITLE
DATE	DATE

FORM LP-9 - FILING FEE: SEE INSTRUCTIONS
Approved by Secretary of State

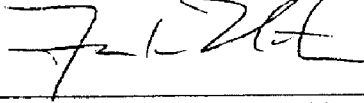
STATE OF CALIFORNIA
SECRETARY OF STATE
Bill Jones

LIMITED PARTNERSHIP
CERTIFICATE OF MERGER

BETWEEN
RHEODYNE ACQUISITION CORP.
AND
RHEODYNE, L.P.

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RHEODYNE ACQUISITION CORP.
Name of Surviving Partnership/Entity

By: 
Frank J. Notaro, Vice President

RHEODYNE, L.P.
Name of Disappearing Partnership

By: PIVOT POINT INVESTORS I, L.P.,
General Partner

By: PIVOT POINT CAPITAL INVESTORS
I, INC., General Partner

By: _____
James C. Noonan, President

STATE OF CALIFORNIA
SECRETARY OF STATE
Bill Jones

LIMITED PARTNERSHIP
CERTIFICATE OF MERGER

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Name of Disappearing Partnership

By: _____
Frank J. Notaro, Vice President

By: PIVOT POINT INVESTORS I, L.P.,
General Partner

By: PIVOT POINT CAPITAL INVESTORS
I, INC., General Partner

By: James C. Noonan
James C. Noonan, President

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