

11/20/02

11-25-2002

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

RI



102293793

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

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

1. Name of conveying party(ies): Rheodyne Acquisition Corp.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 07/19/2002

2. Name and address of receiving party(ies)

Name: Rheodyne LLC

Internal

Address:

Street Address: 600 Park Court

City: Rohnert Park State: CA Zip: 94928

- 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

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

A. Trademark Application No.(s) See schedule A attached

B. Trademark Registration No.(s) See schedule A attached

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: 5

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

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-1799

**Deposit any overpayment or debit any underpayment

DO NOT USE THIS SPACE

9. Signature.

Dennis A. Gross

Name of Person Signing

Signature

09/01/2002

Date

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

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

11/22/2002 LMUELLER 00000276 1965375

01 FC:8521 02 FC:8522

40.00 OP 100.00 OP

TRADEMARK REEL: 002621 FRAME: 0358

SCHEDULE A
Trademark List

Rheodyne Acquisition Corp. to Rheodyne LLC

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

CT CORPORATION

CT Corporation System
Fax Cover

Ms. Kim M. Rovillo
Hodgson Russ LLP
One M&T Plaza
Suite 2000
Buffalo, NY 14203-2391

IE: 9
X: 716 848 0349

: Erica Wahl/Wilmington Fulfillment Team
Wilmington Fulfillment Team 2
1209 Orange Street
Wilmington, Delaware 19801
Phone 1-866-261-9756
Fax 302- 655-1476

Number of pages including cover: _____

Order Number: 5495420

Subject:
Acquisition Corp. converting to: Rheodyne LLC

Corporation Trust Center
1209 Orange Street
Wilmington, DE 19801
Tel. 866 261 9756
Fax 302 655 1476

A CCH LEGAL INFORMATION SERVICES COMPANY

83223 bytes

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "RHEODYNE ACQUISITION CORP." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "RHEODYNE ACQUISITION CORP." TO "RHEODYNE LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JULY, A.D. 2002, AT 10 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1692939

DATE: 07-19-02

3540133 8100V
020462941

83223 bytes

**CERTIFICATE OF CONVERSION
OF
RHEODYNE ACQUISITION CORP.
(A CORPORATION)
TO
RHEODYNE LLC
(A LIMITED LIABILITY COMPANY)**

Under Section 18-214 of the
Delaware Limited Liability Company Act

1. Rheodyne Acquisition Corp., a Delaware corporation was formed on June 24, 2002 (the "Corporation").
2. The name of the Corporation immediately prior to the filing of the Certificate of Conversion was Rheodyne Acquisition Corp.
3. The name of the limited liability company as set forth in its Certificate of Formation is Rheodyne LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 19 day of July, 2002.

RHEODYNE ACQUISITION CORP.

By: Frank J. Notaro
Name: Frank J. Notaro
Title: Vice President

BPLODCE Y188M1 0719011800

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 07/19/2002
020662677 - 3540153

83223 bytes

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "RHEODYNE LLC" FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JULY, A.D. 2002, AT 10 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3540133 8100V
020462941

AUTHENTICATION: 1892938
DATE: 07-19-02

83223 bytes

**CERTIFICATE OF FORMATION
OF
RHEODYNE LLC**

Under Section 18-201 of the
Delaware Limited Liability Company Act

- 1. The name of the limited liability company is Rheodyne LLC (the "Company").
- 2. The address of the registered office of the Company in the State of Delaware and the name and address of the registered agent of the Company required to be maintained at such address are as follows:

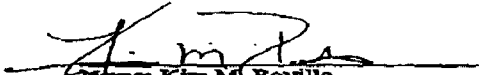
REGISTERED AGENT

The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

REGISTERED OFFICE

Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 18th day of July, 2002.



Name: Kim M. Kovillo
Title: Organizer

WPL00CST18NSV1 07260112002

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 07/18/2002
020462677 - 3540133

83223 bytes

SCHEDULE A
Trademark List

Rheodyne Acquisition Corp. to Rheodyne LLC

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