

12-19-2002



Form PTO-1594
(Rev. 03/01)
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Tab settings

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DEPARTMENT OF COMMERCE
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):
Flow Automation Inc. 12-11-02
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Texas
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Thermo Process Instruments, L.P.
Internal Address: _____
Address: _____
Street Address: 9303 W. Sam Houston Pkwy. S.
City: Houston State: TX Zip: 77099-5298
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership Texas
 Corporation-State _____
 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 Conversion
Execution Date: 7-24-01

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76/279,174
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Alan D. Rosenthal
Internal Address: Rosenthal & Osha L.L.P.
1221 McKinney Street
Suite 2800
Street Address: Houston, TX 77010
City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41).....\$ 40
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:

(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.
ALAN D. ROSENTHAL Alan D. Rosenthal Dec. 4, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 1

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

12/18/2002 GT0N11 00000131 76279174
01 FC:8521 40.00 OP

TRADEMARK
REEL: 002636 FRAME: 0057

**ARTICLES OF CONVERSION
OF
FLOW AUTOMATION INC.
(A Texas Corporation)
INTO
THERMO PROCESS INSTRUMENTS, L.P.
(A Texas Limited Partnership)**

FILED
In the Office of the
Secretary of State - Texas
JUL 24 2001

Pursuant to the provisions of Article 5.18 of the Texas Business Corporation Act (the "Act"), the undersigned, FLOW AUTOMATION INC, a Texas corporation, adopts the following Articles of Conversion for the purpose of converting, into THERMO PROCESS INSTRUMENTS, L.P., a Texas limited partnership, and hereby certifies as follows

FIRST Flow Automation Inc (the "Converting Entity") is a business corporation formed under the laws of the state of Texas

SECOND: Thermo Process Instruments, L.P. (the "Converted Entity") will be a limited partnership formed under the laws of the state of Texas. The Certificate of Limited Partnership of the Converted Entity is attached hereto as Exhibit "A"

THIRD: A Plan of Conversion (the "Plan") has been adopted and approved by unanimous written consent of the shareholders of the Converting Entity entitled to vote thereon

FOURTH An executed Plan is on file at the principal place of business of the Converting Entity, at 9303 W Sam Houston Parkway S, Houston, Texas 77099-5298. An executed Plan will be on file, from and after the conversion, at the principal place of business of the Converted Entity, at 9303 W Sam Houston Parkway S, Houston, Texas 77099-5298

FIFTH A copy of the Plan will be furnished by the Converting Entity (prior to the conversion) or the Converted Entity (after the conversion), on written request and without cost, to any shareholder of the Converting Entity or any partner of the Converted Entity

SIXTH The Converting Entity's total number of shares outstanding and entitled to vote is 1,000 shares of common stock

SEVENTH. The Converted Entity will be responsible for the payment of all fees and franchise taxes which may be owed by the Converting Entity and the Converted Entity will be obligated to pay such fees and franchise tax if the same are not timely filed

EIGHTH The effective date of this conversion shall be 12:03 a.m. CDT on July 30, 2001

FLOW AUTOMATION INC

By 
Larry Quick, President

AUSTIN 294688v1 46851-00003

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EXHIBIT A
CERTIFICATE OF LIMITED PARTNERSHIP
OF CONVERTED ENTITY

CERTIFICATE OF LIMITED PARTNERSHIP

OF

THERMO PROCESS INSTRUMENTS, L.P.

- 1 The name of the limited partnership is Thermo Process Instruments, L P
- 2 The address of the registered office in the State of Texas is 9303 W Sam Houston Parkway S , Houston, Texas 770919-5298, and the name of the registered agent at such address is William J Zolner
- 3 The location of the principal office in the United States where records are kept is 9303 W Sam Houston Parkway S , Houston, Texas 770919-5298
- 4 The name, mailing address and street address of the sole General Partner is as follows

Thermo Process Instruments GP, LLC
22001 North Park Drive
Kingwood, Texas 77339

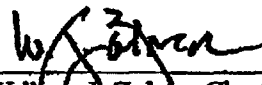
5 The Partnership is being converted from Flow Automation Inc , a Texas corporation (the "Converting Entity"), filed in the Office of the Texas Secretary of State on June 26, 1996, and assigned the filing number 0140537200 The principal address of the Converting Entity is 9303 W Sam Houston Parkway S , Houston, Texas 770919-5298

6 The converted or created entity is being created pursuant to the plan of conversion

7. The effective date of filing this Certificate shall be 12:03 a.m. CDT on July 30, 2001.
EXECUTED this 20th day of July, 2001

THERMO PROCESS INSTRUMENTS GP, LLC,
a Delaware limited liability company

By


William J. Zolner, Chief Executive Officer

To be filed with the Texas
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

ASSUMED NAME CERTIFICATE

JAN 29 2002

Corporations Section

1. The name of the corporation, limited liability company, limited partnership or registered limited liability partnership as stated in its articles of incorporation, articles of organization, certificates of limited partnership, application for certificate of authority or comparable document is **Thermo Process Instruments, L.P.**
2. The assumed name under which the business or professional service is or is to be conducted or rendered is **Thermo Flow Automation.**
3. The state, country, or other jurisdiction under the laws of which it was incorporated, organized or associated is **Texas**, and the address of its registered or similar office in that jurisdiction is **9303 W. Sam Houston Parkway S., Houston, Texas 77099.**
4. The period, not to exceed ten years, during which the assumed name will be used is **ten years.**
5. The entity is a **limited partnership.**
6. If the entity is required to maintain a registered office in Texas, the address of the registered office is **9303 W. Sam Houston Parkway S., Houston, Texas 77099**, and the name of its registered agent at such address is **William J. Zolner**. The address of the principal office is **9303 W. Sam Houston Parkway S., Houston, Texas 77099.**
7. The county or counties where business or professional services are being or are to be conducted or rendered under such assumed name are: **ALL**

THERMO PROCESS INSTRUMENTS, L.P.

By: **THERMO PROCESS INSTRUMENTS GP, LLC,**
Its General Partner

By: 

William J. Zolner, Manager

FILED

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06/18/02 TUE 09:45 [TX/RX NO 97941]

RECORDED: 12/11/2002

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