Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: MERGER

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Process Systems International, Inc.		04/03/2000	CORPORATION:

### **RECEIVING PARTY DATA**

Name:	Chart Inc.
Street Address:	5885 Landerbrook Drive
City:	Cleveland
State/Country:	ОНЮ
Postal Code:	44124
Entity Type:	CORPORATION:

#### PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0740009	CVI

### **CORRESPONDENCE DATA**

Fax Number: (312)236-7516

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-368-8921

Email: laura.janson@piperrudnick.com

Correspondent Name: R. Blake Johnston, Esq.

Address Line 1: Piper Rudnick LLP P.O. Box 64807
Address Line 4: Chicago, ILLINOIS 60664-0807

ATTORNEY DOCKET NUMBER: 246251-000003

NAME OF SUBMITTER: Laura Janson

**Total Attachments: 7** 

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## State of Delaware

PAGE 1

## 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 MERGER, WHICH MERGES:

"CRYENCO, INC.", A COLORADO CORPORATION,

"CRYENCO SCIENCES, INC.", A DELAWARE CORPORATION,

"PROCESS SYSTEMS INTERNATIONAL, INC.", A MASSACHUSETTS CORPORATION,

WITH AND INTO "CHART INC." UNDER THE NAME OF "CHART INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 2000, AT 10 O'CLOCK A.M.

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

Edward J. Free!, Secretary of State

TRADEMARK
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# CERTIFICATE OF MERGER OF CRYENCO SCIENCES, INC. CRYENCO, INC. PROCESS SYSTEMS INTERNATIONAL, INC. AND

It is hereby certified that:

1. The constituent business corporations participating in the merger herein

CHART INC:

- (i) Cryenco Sciences, Inc., which is incorporated under the laws of the State of Delaware ("Cryenco Sciences");
- (ii) Cryenco, Inc., which is incorporated under the laws of the State of Colorado ("Cryenco");
- (iii) Process Systems International, Inc., which is incorporated under the laws of the State of Massachusetts ("Process Systems"); and
- (iv) Chart Inc., which is incorporated under the laws of the State of Delaware
- 2. An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by Cryenco and Process Systems in accordance with the laws of the States of their incorporation and by Cryenco Sciences and Chart in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.
- 3. The name of the surviving corporation in the merger herein certified is Chart Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
- 4. The Certificate of Incorporation of Chart, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.
- 5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: 5885 Landerbrook Drive, Suite 150, Cleveland, Ohio 44124.

{GJD2045;1}

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Cryenco, Inc. consists of stock of Process Systems International, Inc. consists of 200,000 common shares of No Par Value.

Dated: March 30, 2000

CHART INC.

By

John T. Romain, Assistant Secretary

{GJD2045;1}

TRADEMARK

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Process Systems Chart Inc.
International, Inc.
FEDERAL IDENTIFICATION
FEDERAL IDENTIFICATION
1126605 NO. 04-\$126695 NO. 41-1396485

Examiner

## The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth One Ashburton Place, Boston, Massachusetts 02108-1512

### ARTICLES OF TROUSCILIDATION / \*MERGER

	(General Laws, Cha	pter 156B,	Section 79)
	XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	Process a Massa	Systems International, Inc. chusetts corporation
RY OF THE MILES	CORPORATION DIVISION	Chart	Inc.
SECRETARY CONTROLL	Anocholic Control of the Control of	Chart ]	the constituent corporations, in
HS C	B の X本の大大大大大大大大大大大大大大大大大大大大大大大大大大大大大大大大大大大	s organized	under the laws of Delaware
•	The undersigned officers of each of the constituent corpo		
	1. An agreement of "koosokdakonx" merger has been de General Laws, Chapter 156B, Section 79, and will be kep "surviving corporation will furnish a copy of said agreem a stockholder of any constituent corporation, upon write	uly adopted in the state of the	in compliance with the requirements of d by Subsection (c) thereof. The X reading / f its stockholders, or to any person who was
	2. The effective date of the Xxon Subdivioux *merger dete  *merger shall be the date approved and filed by the Secr  desired, specify such date which shall not be more than	etary of the	Commonwealth. If a later effective date is
	3. (For a merger)  **The following amendments to the Articles of Organizat pursuant to the agreement of merger:	ion of the	surviving corporation have been effected
	NONE		
C	(For a consolidation)  (a) The purpose of the resulting corporation is to engag	e in the follo	owing business activities:

\*Delete the inapplicable words.

Note: If the space provided under any article or item on this form is insuffice 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to

(For	a	consolidation)
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(b) State the total number of shares and the par value, if any, of each class of stock which the resulting corporation is authorized to issue:

WITHOUT PAR VALUE		·		WITH PAR VALUE	
TYPE	NUMBER OF SHARES	TYPE	NUMBER	OF SHARES	PAR VALUE
Common:		Common:	•		
`					
Preferred:		Preferred:	<del> </del>		

**(c) If more than one along of most to the	
(c) If more than one class of stock is authorized, state a distinguishing designat	on for each class and provide a denomination
of the preferences williams to	on for each cass and broater a describtion
of the preferences, voting powers, qualifications, and special or relative rights of	privileges of each class and of each some
then established.	brivate Real of cacif crass wild of eacif selles
eren establistica.	

Item 4 below may be deleted if the resulting /surviving corporation is organized under the laws of a state other than Massachusetts.

4: The information contained in Item 4 is not a permanent part of the Articles of Organization of the resulting / succeiving corporation.

(a) The street address of the resulting / surviving corporation in Massachusette is: (post office boxes are not acceptable)

<sup>\*\*(</sup>d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

<sup>••(</sup>e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

NAME RESIDENTIAL ADDRESS  POST OFFICE ADDRESS  It can be as a composition of the control of the	(b) The name, residential address	and post office address of analydisasses, a	
Ce) The fiscal fear end (i.e. tax year) of the "resulting / "surviving corporation shall end on the last day of the month of:  (c) The fiscal fear end (i.e. tax year) of the "resulting / "surviving corporation shall end on the last day of the month of:  (c) The fiscal fear end (i.e. tax year) of the "resulting / "surviving corporation is organized under the laws of Massachusetts."  Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts for any poin obligation of any constituent Massachusetts corporation obligation of any constituent Massachusetts corporation and problem of any constituent foreign corporation insulting under General Laws, Chapter 181, and any obligations hereafter incurred by the Accaptions of surviving corporation, including the obligation craced by General Laws, Chapter 1869, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.  FOR MASSACHUSETTS CORPORATIONS  The undersigned "President / River Residue and Randay" Assistant Clerk of Process Systems International, Inc. 2600 (Section 78).  The undersigned "President / River Residue and Randay" Assistant Clerk of Process Systems International, Inc. 2600 (Section 78).  JOINT T. Romain  FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS  The undersigned, † President  and †† Assistant Secretary  of Chart Inc.	NAME		o - ar portition
(c) The fiscal-year end (i.e. tax year) of the "resulting / "surviving corporation shall end on the last day of the month of:  (d) The manne and business address of the resident agent, if any, of the "resulting, "teursiving corporation is  Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts  5. The 'ROGERS' 'surviving corporation hereby agrees that it may be audd in the Commonwealth of Massachusetts for any prior  obligation of any constituent Massachusetts corporation, any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the Arcabidage's surviving corporation including the colligation cancet by General Laws, Chapter 186, Section 85, so long as any lability remains outstanding against the corporation in the Commonwealth of Massachusetts, and the hereby irreveably appoints the Secretary of the Commonwealth is against the corporation in the Commonwealth of Massachusetts, and the hereby irreveably appoints the Secretary of the Commonwealth and the provided in Chapter 181.  FOR MASSACHUSETTS CORPORATIONS  The undersigned "President / Krick Roceration and Richers' 'Assistant Clerk of Process Systems International, Inc. a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of General laws, Gapter 156B, Section 78.  John T. Romain  FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS  The undersigned, † President  and †† Assistant Secretary  of Chart Inc.  a corporation organized under the laws of Massachusetts and the penalties of prigry that the agreement of ROGERORIGIES of Chart Inc.  a corporation organized under the laws of Massachusetts and the penalties of prigry that the agreement of ROGERORIGIES of Chart Inc.  a corporation organized under the laws of Massachusetts in Inapplicable mords.  "The undersigned, † President and that the corresponding to the manner required by the salves has	Treasurer:	•	
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James V. Sadowsky  John T. Romain  FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS  The undersigned, † President and †† Assistant Secretary  of Chart Inc.  Delaware , further state under the penalties of perjury that the agreement of AMMERICAN *merger has been duly adopted by such corporation in the manner required by the laws of Delaware  *Delete the inapplicable words.  *Specify the officer baving powers and duties corresponding to those of the president or wice president of a Mercel Control of the president or wice president of a Mercel Control of the president or wice president of a Mercel Control of the president of the pres	*ESX STATE TO THE MERCY has been	dub executed on behild a firmer state under the	he penalties of perjury that the agreement of and duly approved in the manner required by
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The undersigned, † President and †† Assistant Secretary  of Chart Inc.  Delaware , further state under the penalties of perjury that the agreement of xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx	James N. Sadowski	)	
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of	FOR CORPORATIONS ORGANIZ	ZED IN A STATE OTHER THAN MASSACI	HUSETTS
Delaware		nt.	
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*Delete the inapplicable words.  †Specify the officer having powers and duties corresponding to those of the president or vice president of a March 1970 P. S. A.	*merger has been duly adopted by		
A OPI OF USE OF DICE DESCRIPTION OF A Manager Comment of the Manager	*Delete the inapplicable words	()	R. C. br
tispecify the officer basing power and dealer 156B.	corporation organized under General La	t of a Massachusetts ABJES R.	REEL: 002753 FRAME: 0342

### THE COMMONWEALTH OF MASSACHUSETTS

## ARTICLES OF \*CONSOLIDATION / \*MERGER (General Laws, Chapter 156B, Section 79)

•	
<b>:</b>	
I hereby approve the within Articles of *Consolidation	/ *Merger and
the filing fee in the amount of \$, have	ing beautiful
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day of, 19	
Effective date	
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WILLIAM ED ANGES CATTON	
WILLIAM FRANCIS GALVIN	
Secretary of the Commonwealth	

TO BE FILLED IN BY CORPORATION Photocopy of document to be sent to:

_CT Compration	
101 Federal St	
Boston, MA 02110	
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RECORDED: 11/25/2003 RE