

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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):

Worcester Controls Licenseo Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 2, 2002

2. Name and address of receiving party(ies)

Name: Flowserve US Inc.

Internal

Address:

Street Address: 5215 N. O'Connor Blvd, Suite 2300

City Irving State TX Zip 75039

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State 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)

B. Trademark Registration No.(s) **637,351**

645,009

Additional number(s) attached Yes No

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

Name: Nicole Vickroy-Hickey

Internal Address:

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41)\$ 440.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

06-2226

(Attach duplicate copy of this page if paying by deposit account)

Street Address: Frost Brown Todd LLC

2200 PNC Center, 201 East Fifth Street

City Cincinnati State OH Zip 45202

DO NOT USE THIS SPACE

9. 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.

Nicole Vickroy-Hickey

Name of Person Signing

Nicole Vickroy-Hickey

Signature

1-15-04

Date

Total number of pages including cover sheet, attachments, and document: 4

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

CH \$440.00 062226 0637351

Attachment

<u>Registration No.</u>	<u>Mark</u>
1,110,382	MISER
1,130,679	DYN-O-MISER
1,130,680	MAXI-MISER
1,185,420	ENERGY MIZER
1,189,107	THERMAL FLUID MIZER
1,250,355	POLYFILL
1,412,346	HIGH-PER FILL
1,415,577	HIGH-PER MIZER
1,471,197	NORBRO
1,951,739	PULSAIR and Design
2,178,154	WORCESTER
2,237,773	ELECTRI-SAFE
2,317,732	HYDRO MIZER
2,339,854	DATFLOW C SMART CONTROLLER & Design
2,339,855	DATFLOW P SMART CONTROLLER & Design

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CORPORATE TRUST CENTER

NO. 5659 P. 4

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 04:00 PM 05/02/2002
 020283078 - 2934825

CERTIFICATE OF MERGER

OF

EDWARD VOGT VALVE, LLC,
 NORDSTROM AUDCO, LLC,
 WORCESTER CONTROLS LLC,
 WORCESTER NORTH AMERICA, LLC,
 LIMITORQUE LLC,
 EDWARD VALVES SERVICE LLC AND
 WORCESTER CONTROLS LICENSCO INC.

INTO

FLOWSERVE US INC.

This Certificate of Merger of Edward Vogt Valve, LLC, a Delaware limited liability company, Nordstrom Audco, LLC, a Delaware limited liability company, Worcester Controls LLC, a Delaware limited liability company, Worcester North America, LLC, a Delaware limited liability company, Limitorque LLC, a Delaware limited liability company, Edward Valves Service LLC, a Delaware limited liability company, and Worcester Controls Licensco Inc., a Delaware corporation (collectively referred to as the "Subsidiaries") into Flowserve US Inc. ("Flowserve") has been duly executed and is being filed by an authorized person to merge the Subsidiaries into Flowserve under section 264 of the Delaware General Corporation Law.

1. Names and jurisdictions of Constituent Entities. The names and jurisdictions of Flowserve and the Subsidiaries immediately prior to the filing of this Certificate of Merger with the Secretary of State of Delaware are:

<u>Name</u>	<u>Jurisdiction</u>
Flowserve US Inc.	Delaware
Edward Vogt Valve, LLC	Delaware
Nordstrom Audco, LLC	Delaware
Worcester Controls LLC	Delaware
Worcester North America, LLC	Delaware

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CORPORATE TRUST CENTER

NO. 5659 P. 5

Limitorgue LLC
 Edward Valves Service LLC
 Worcester Controls Licensco Inc.

Delaware
 Delaware
 Delaware

2. Agreement of Merger. An Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 264(b) of the Delaware General Corporation Law.

3. Surviving Entity. The name of the surviving entity of the merger is Flowserve US Inc., a Delaware corporation. The Certificate of Incorporation of Flowserve shall be the Certificate of Incorporation of the surviving entity.

4. Effective Date. The merger of the Subsidiaries into Flowserve will be effective on the date of filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

5. Agreement of Merger. The executed Agreement of Merger is on file at the principal place of business of the surviving entity, the address of which is 222 W. Las Colinas Blvd., Suite 1500, Irving, TX 75039.

6. Copies. A copy of the Agreement of Merger will be furnished, on request and without cost, to any person holding an interest in any of the constituent entities.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger this 2nd day of May, 2002.

FLOWSERVE US INC.

/s/ John Nanos
 John Nanos
 Vice President