

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

**CONVEYING PARTY DATA**

| Name                           | Formerly                | Execution Date | Entity Type               |
|--------------------------------|-------------------------|----------------|---------------------------|
| Mannesmann Rexroth Corporation | The Rexroth Corporation | 06/21/2001     | CORPORATION: PENNSYLVANIA |

**RECEIVING PARTY DATA**

|                 |                            |
|-----------------|----------------------------|
| Name:           | Bosch Rexroth Corporation  |
| Street Address: | 5150 Prairie Stone Parkway |
| City:           | Hoffman Estates            |
| State/Country:  | ILLINOIS                   |
| Postal Code:    | 60192                      |
| Entity Type:    | CORPORATION: PENNSYLVANIA  |

**PROPERTY NUMBERS Total: 4**

| Property Type        | Number  | Word Mark    |
|----------------------|---------|--------------|
| Registration Number: | 0770217 | CONTROLAIR   |
| Registration Number: | 1297425 | POWER MASTER |
| Registration Number: | 0770218 | RELAYAIR     |
| Registration Number: | 1292683 | TASKMASTER   |

**CORRESPONDENCE DATA**

Fax Number: (708)786-3673  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 7088655467  
 Email: cecille.martin@us.bosch.com  
 Correspondent Name: Maria Cecille D. Azarcon  
 Address Line 1: 2800 South 25th Avenue  
 Address Line 4: Broadview, ILLINOIS 60155

|                         |                          |
|-------------------------|--------------------------|
| ATTORNEY DOCKET NUMBER: | TMA - BRUS               |
| NAME OF SUBMITTER:      | Maria Cecille D. Azarcon |

Total Attachments: 4

**TRADEMARK  
 REEL: 002834 FRAME: 0386**

**CH \$115.00 0770217**

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JUN 21 2001

Microfilm Number  
Entry Number 303527

Filed with the Department of State  
*Kim Ditzgenfeld*  
Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION  
DSCB:15-1915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: Mannesmann Rexnord Corporation

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

|          |   |      |       |     |              |
|----------|---|------|-------|-----|--------------|
| (a)      | Number and Street                             | City | State | Zip | County       |
| (b) c/o: | C T Corporation System                        |      |       |     | Philadelphia |
|          | Name of Commercial Registered Office Provider |      |       |     |              |
|          | County  |      |       |     |              |

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: 15 Pa. C.S. § 1306

4. The date of its incorporation is: November 16, 1967

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on \_\_\_\_\_ at \_\_\_\_\_

6. (Check one of the following):

The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:

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PA DEPT. OF STATE  
2001 JUN 21 PM 1:03

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The amendment adopted by the corporation as set forth in Exhibit A attached hereto and made a part hereof.

3. The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 9th day of May, 2001

Bosch Rexroth Corporation  
(formerly Mannesmann Rexroth Corporation)

(Name of Corporation)

BY: Robert Rickert

(Signature)

Robert Rickert

TITLE: \_\_\_\_\_

**MANNESMANN REXROTH CORPORATION**

**Unanimous Consent of the Board of Directors**

THE UNDERSIGNED, being all of the Directors of the Mannesmann Rexroth Corporation, a Pennsylvania Corporation (the "Corporation"), do hereby consent to approve and adopt the following preamble and resolution:

WHEREAS, the Robert Bosch Corporation has purchased all of the outstanding shares of the Corporation pursuant to the Share Purchase and Transfer Agreement dated April 17, 2001 ("Share Purchase Agreement");

WHEREAS, the Robert Bosch Corporation owns the assets of Bosch Automation Technology and Bosch Automation Products (collectively "AT Assets"), and the operations of Bosch Automation Technology and Bosch Automation Products are related to the operations of the Corporation;

WHEREAS, the operations of Corporation and the operations of Bosch Automation Technology and Bosch Automation Products can be enhanced through the integration of such operations;

WHEREAS, the Robert Bosch Corporation in order to integrate the operations of the Corporation and Bosch Automation Technology and Bosch Automation Products, desires to transfer the Bosch Assets to the Corporation;

NOW, THEREFORE, be it:

RESOLVED, that the Corporation is authorized to accept the Bosch Assets;

FURTHER RESOLVED, that as consideration for the Bosch Asset the Corporation agrees to issue to the Robert Bosch Corporation additional paid in capital in the amount of the net book value of the AT Assets as of April 30, 2001;

FURTHER RESOLVED, that the name of the Corporation shall be changed from Mannesmann Rexroth Corporation to *Bosch Rexroth Corporation*.

FURTHER RESOLVED, that the corporate headquarters of the Company are relocated to 5150 Prairie Stone Parkway, Hoffman Estates, IL from Two Prudential Plaza, Chicago, Illinois.

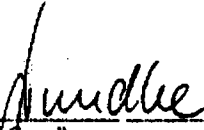
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All signatures need not appear on the same copy of this Unanimous Consent

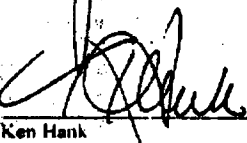
Effective Date: May 1, 2001

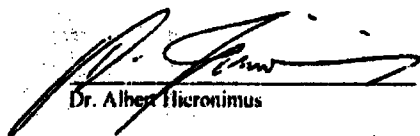
  
\_\_\_\_\_  
Winfried Witte

  
\_\_\_\_\_  
Robert Rickert

  
\_\_\_\_\_  
Manfred Grundke

  
\_\_\_\_\_  
Wolfgang Dreyer

  
\_\_\_\_\_  
Ken Hank

  
\_\_\_\_\_  
Dr. Albert Hironimus