

10-01-2003

SHEET
LY



To the Honorable Commissioner of

102563842

Attached original documents or copy thereof.

1. Name of conveying party(ies):

9-24-03

2. Name and address of receiving party(ies):

SUMMA MANUFACTURING CORPORATION

Name: **EATON HYDRAULICS INC.**
Internal Address: **ATTN: D. S. KALKA**
Street Address: **EATON CENTER**
1111 SUPERIOR AVENUE

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

City: **CLEVELAND** State: **OHIO** Zip: **44114**

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

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

3. Nature of conveyance:

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

Execution Date: June 30, 2000

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,823,590

Additional numbers attached? Yes No

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

Attorney: **DANIEL S. KALKA**
Name: **EATON CORPORATION**
Internal Address: **PATENT LAW DEPARTMENT**
Street Address: **EATON CENTER**
1111 SUPERIOR AVENUE
City: **CLEVELAND** State: **OHIO** Zip: **44114-2584**

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41). \$**40.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: **05-0275**
(Attach duplicate copy of this page is 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.

DANIEL S. KALKA
NAME of SENDER

Daniel S. Kalika
SIGNATURE OF SENDER

SEPTEMBER 25, 2003
DATE

Total number of pages comprising cover sheet, attachments, and document: **2**

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

10/01/2003 ESDP 00000166 050275 1823590
01 FC:0521 40.00 DA
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington D.C. 20503.

2003 SEP 29 PM 12:15
OPR/FINANCE

EATON HYDRAULICS INC.

ACTION BY WRITTEN CONSENT OF DIRECTORS

June 30, 2000

The undersigned, being all of the members of the Board of Directors of Eaton Hydraulics Inc., a Delaware corporation (the "Company"), pursuant to the authority of Section 141(f) of the Delaware General Corporation Law, hereby adopt the following resolutions without a meeting by their unanimous written consent:

RESOLVED: That the Company merge Summa Manufacturing Corporation, a Tennessee corporation and wholly-owned (100%) subsidiary of the Company ("Summa"), with and into the Company, effective 11:59 p.m. EDT on June 30, 2000;

RESOLVED FURTHER: That the proper officers of the Company be, and each of them hereby is, authorized and directed to enter into a Plan of Merger, providing for the merger of Summa with and into the Company, substantially in the form submitted to the Board (the "Plan of Merger") and on the terms and conditions in said Plan of Merger, and that the matters and things provided in said Plan of Merger, be in all things approved, authorized, and agreed;

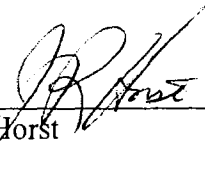
RESOLVED FURTHER: That (a) any officer of the Company, or (b) any person or persons designated in writing by any such officer, are hereby authorized and empowered to negotiate, execute, and deliver on behalf of the Company such agreements, certificates and other instruments and documents, and to do such other acts, as they or he may deem necessary or proper to carry out the foregoing merger, and that the signatures of any officer, or such designee or designees, to such agreements, certificates, and other instruments and documents shall be conclusive as to their authority and the approval of the form and substance thereof by the Company and its Board of Directors.



S. R. Hardis



A. M. Cutler



J. R. Horst

#10572685 v1

PLAN OF MERGER

THIS PLAN OF MERGER, dated as of the 30th day of June, 2000, pursuant to Section 48-21-105 of the Tennessee Business Corporation Act, by and between EATON HYDRAULICS INC., a Delaware corporation ("Parent"), and SUMMA MANUFACTURING CORPORATION, a Tennessee corporation and wholly-owned (100%) subsidiary of Parent ("Subsidiary").

WITNESSETH that:

WHEREAS, Parent wishes to simplify its operations by merging Subsidiary with and into itself,

NOW, THEREFORE, in consideration of the mutual covenants, agreements, and provisions hereinafter contained, Parent and Subsidiary do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: EATON HYDRAULICS INC. hereby merges with and into itself SUMMA MANUFACTURING CORPORATION, its wholly-owned (100%) subsidiary.

SECOND: The surviving corporation shall be EATON HYDRAULICS INC.

THIRD: The stock of SUMMA MANUFACTURING CORPORATION shall be duly canceled and all the assets, both real property and personal property, and all obligations, shall become the assets and obligations of EATON HYDRAULICS INC. and its shareholder.

FOURTH: The effective time and date of this merger shall be 11:59 p.m. EDT on June 30, 2000.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors, have caused these presents to be executed by the authorized representative of each party hereto as the respective act, deed, and agreement of said corporations.

EATON HYDRAULICS INC.

By: E. R. Franklin
Print Name: E. R. Franklin
Title: Vice President and Secretary

SUMMA MANUFACTURING CORPORATION

By: E. R. Franklin
Print Name: E. R. Franklin
Title: Vice President and Secretary

*Original filed in
Tenn; we will get
certified copies
for Summa +
EAT
Minute
books*

ARTICLES OF MERGER

Pursuant to Section 48-21-107 of the Tennessee Business Corporation Act, EATON HYDRAULICS INC., a Delaware corporation, hereby executes these ARTICLES OF MERGER for the merger of SUMMA MANUFACTURING CORPORATION, a Tennessee corporation and wholly owned (100%) subsidiary of EATON HYDRAULICS INC., with and into EATON HYDRAULICS INC.

FIRST: The PLAN OF MERGER, effective as of 11:59 p.m. EDT on June 30, 2000, by and between EATON HYDRAULICS INC. and SUMMA MANUFACTURING CORPORATION states as follows:

FIRST: EATON HYDRAULICS INC. hereby merges with and into itself SUMMA MANUFACTURING CORPORATION, its wholly-owned (100%) subsidiary.

SECOND: The surviving corporation shall be EATON HYDRAULICS INC.

THIRD: The stock of SUMMA MANUFACTURING CORPORATION shall be duly canceled and all the assets, both real property and personal property, and all obligations, shall become the assets and obligations of EATON HYDRAULICS INC. and its shareholder.

FOURTH: The effective time and date of this merger shall be 11:59 p.m. EDT on June 30, 2000.

SECOND: Pursuant to Section 48-21-105 of the Tennessee Business Corporation Act, the merger of SUMMA MANUFACTURING CORPORATION, a Tennessee corporation and wholly owned (100%) subsidiary of EATON HYDRAULICS INC., with and into EATON HYDRAULICS INC., does not require the approval or consent of the shareholders of either corporation. The Board of Directors of EATON HYDRAULICS INC. adopted the PLAN OF MERGER on June 30, 2000.

THIRD: The PLAN OF MERGER and these ARTICLES OF MERGER, and all actions necessary to carry out the same, are duly authorized by the laws of the states of incorporation of each constituent corporation, as well as the articles or certificates of incorporation of same.

EATON HYDRAULICS INC.

By: E. R. Franklin
Print Name: E. R. Franklin
Title: Vice President and Secretary

10572681v1

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING
SUMMA MANUFACTURING CORPORATION
INTO
EATON HYDRAULICS INC.

*Original based in
Delaware; we
will get Certificates
for Summa &
EHT minute
books*

EATON HYDRAULICS INC., a corporation organized and existing under the laws of the state of Delaware,

DOES HEREBY CERTIFY,

- FIRST: That this corporation was incorporated on the 22nd day of March, 1963, pursuant to the General Corporation Law of the State of Delaware.
- SECOND: That this corporation owns all of the outstanding shares of each class of the stock of SUMMA MANUFACTURING CORPORATION, a corporation incorporated on the 22nd day of August, 1988, pursuant to the Tennessee Business Corporation Act.
- THIRD: The Plan of Merger of SUMMA MANUFACTURING CORPORATION, which is a wholly-owned (100%) subsidiary of EATON HYDRAULICS INC., with and into EATON HYDRAULICS INC. was authorized and approved by adoption of the following resolutions:

RESOLVED: That the Company merge Summa Manufacturing Corporation, a Tennessee corporation and wholly-owned (100%) subsidiary of the Company ("Summa"), with and into the Company, effective 11:59 p.m. EDT on June 30, 2000;

RESOLVED FURTHER: That the proper officers of the Company be, and each of them hereby is, authorized and directed to enter into a Plan of Merger, providing for the merger of Summa with and into the Company, substantially in the form submitted to the Board (the "Plan of Merger") and on the terms and conditions in said Plan of Merger, and that the matters and things mentioned and provided in said Plan of Merger, be in all things approved, authorized, and agreed;

RESOLVED FURTHER: That (a) any officer of the Company, or (b) any person or persons designated in writing by any officer, are hereby authorized and empowered to negotiate, execute, and deliver on behalf of the Company such agreements, certificates, and other instruments and documents, and to do such other acts, as they or he may deem necessary or proper to carry out the foregoing merger, and that the signatures of any

officer, or such designee or designees to such agreements, certificates, and other instruments and documents shall be conclusive as to their authority and the approval of the form and substance thereof by the Company and its Board of Directors.

FOURTH: The effective time and date of the merger shall be as of 11:59 p.m. EDT on June 30, 2000.

IN WITNESS WHEREOF, EATON HYDRAULICS INC. has caused this certificate to be signed,

EATON HYDRAULICS INC.

By: E. R. Franklin
Print Name: E. R. Franklin
Title: Vice President and Secretary

Date: June 30, 2000

#10578342 v1

CERTIFICATION

I, DANIEL S. KALKA, Attorney at Law and Notary Public in and for the State of Ohio, United States of America, hereby certify that the attached document is a true and exact copy of the "ASSIGNMENT FROM SUMMA MANUFACTURING CORPORATION TO EATON HYDRAULICS INC. "

(SEAL)

Daniel S. Kalka

Daniel S. Kalka

Sept. 24, 2003

(Date)

DANIEL S. KALKA
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
My Commission Has No Expiration Date
Section 147.03 R.C.