

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Articles of Amalgamation

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
International Comfort Products Corporation (Canada)		11/12/2000	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	UTC Canada Corporation
Street Address:	6060 Burnside Court
Internal Address:	Unit 1
City:	Mississauga
State/Country:	CANADA
Postal Code:	L5P 2P5
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1917814	KEEPRITE
Registration Number:	1917815	KEEPRITE REFRIGERATION
Registration Number:	2294918	KEEPRITE REFRIGERATION

CORRESPONDENCE DATA

Fax Number: (315)425-9114
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3154259000
 Email: holmes@wallmarjama.com
 Correspondent Name: Dana F. Bigelow
 Address Line 1: 101 South Salina Street
 Address Line 2: 4th Floor
 Address Line 4: Syracuse, NEW YORK 13202

DOMESTIC REPRESENTATIVE

CH \$90.00 1917814

Name: Dana F. Bigelow
Address Line 1: 101 South Salina Street
Address Line 2: 4th Floor
Address Line 4: Syracuse, NEW YORK 13202

NAME OF SUBMITTER:	Dana F. Bigelow
Signature:	/Dana F. Bigelow/
Date:	09/01/2005
Total Attachments: 1 source=Article of Amalgamation#page1.tif	

ARTICLES OF AMALGAMATION
 (SECTION 124)

STATUTS DE FUSION
 (ARTICLE 124)

1-Name of Corporation / Raison sociale de la corporation
 UTC CANADA CORPORATION

2-The classes and any maximum number of shares that the corporation is authorized to issue and any maximum aggregate amount for which shares may be issued including shares without par value and/or with par value and the amount of the par value.
 Les catégories et le nombre maximal d'actions que la corporation peut émettre ainsi que le montant maximal global pour lequel les actions peuvent être émises y compris les actions sans valeur au pair ou avec valeur au pair au les deux et le montant de la valeur au pair.
 See Schedule "A" attached hereto

3-Restrictions if any on share transfers / Restrictions, s'il y en a, au transfert d'actions
 No shares shall be transferred without the consent of the directors or shareholders of the corporation expressed by a resolution passed at a meeting of the board of directors or shareholders or by an instrument or instruments in writing signed by all such directors or shareholders.

4-Number (or minimum and maximum number) of directors / Nombre (ou nombre minimum et maximum) d'administrateurs
 A minimum of one (1) and a maximum of ten (10) as determined by resolution of the board of directors.

5-Restrictions, if any, on business the corporation may carry on / Restrictions, s'il y en a, à l'activité que peut exercer la corporation
 None

6-Other provisions, if any / Autres dispositions, s'il y en a.
 See Schedule "B" Attached Hereto

7- A The amalgamation has been approved by special resolutions of shareholders of each of the amalgamating corporations listed in Item 9 below in accordance with Section 122 of the BUSINESS CORPORATIONS ACT.
 B The amalgamation has been approved by a resolution of the directors of each of the amalgamating corporations listed in Item 9 below in accordance with Section 123 of the BUSINESS CORPORATIONS ACT. These Articles of Amalgamation are the same as the Articles of Incorporation of (name the designated amalgamating corporation).
 A La fusion a été approuvée par les résolutions spéciales des actionnaires de de chacune des corporations fusionnantes mentionnées à l'article 9 cidessous, conformément à l'article 122 de la LOI SUR LES CORPORATIONS COMMERCIALES.
 B La fusion a été approuvée par une résolutions des administrateurs de chacune des corporations fusionnantes mentionnées à l'article 9 cidessus, conformément à l'article 123 de la LOI SUR LES CORPORATIONS COMMERCIALES. Ces statuts de fusion sont les mêmes que les statuts constitutifs de (raison sociale de la corporation fusionnante désignée)

8-Name of the amalgamating corporation the by-laws of which are to be the by-laws of the amalgamated corporation. / Raison sociale de la corporation fusionnante dont les règlements administratifs sont devenus les règlements administratifs de la corporation issue de la fusion.
 International Comfort Products Corporation (Canada) Corporation des Produits de Confort Internationale (Canada)

9-Name of Amalgamating Corporations / Raison Sociale des corporations fusionnantes	Corporation No. / N° de corporation	Signature	Date	Description of Office / Fonction
Carrier Canada Limited	513594	[Signature]	11/12/00	Asst. Secy
International Comfort Products Corporation (Canada) Corporation des Produits de Confort Internationale (Canada)	510963	[Signature]	11/12/00	Treasurer
CARRIER HOLDINGS NS LIMITED	513596	[Signature]	11/12/00	Asst. Secy - Treasurer
Racan Carrier Limited/Racan Carrier Limitee	513597	[Signature]	11/12/00	Assistant Secretary
Carrier's Wholesale Group Inc.	513595	[Signature]	11/12/00	Asst. Secy - Treasurer

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Corporation No. - Corporation No. 513598 Filed-Deposé FILED/DEPOSE JAN 01 2001 TRADEMARK