

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/21/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
GSLE Development Corporation		12/21/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	SPX Corporation
Street Address:	13515 Ballantyne Corporate Place
Internal Address:	3rd Floor
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28277
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	0650441	TEMPERITE

**CORRESPONDENCE DATA**

Fax Number: (202)861-1783  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: trademarks@bakerlaw.com  
 Correspondent Name: John H. Weber, Baker & Hostetler LLP  
 Address Line 1: 1050 Connecticut Avenue, N.W.  
 Address Line 2: Washington Square, Suite 1100  
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	87337-0028
NAME OF SUBMITTER:	Ellen K. Burke
Signature:	/ekb/

CH \$40.00 0650441

Date:

04/03/2007

**Total Attachments: 5**

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# Delaware

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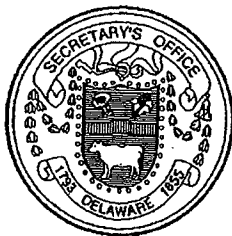
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GSLE DEVELOPMENT CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "SPX CORPORATION" UNDER THE NAME OF "SPX CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 2:05 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 2 O'CLOCK P.M.

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



0672214 8100M

061200712

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5333800

DATE: 01-08-07

TRADEMARK

REEL: 003513 FRAME: 0368

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:05 PM 12/29/2006  
FILED 02:05 PM 12/29/2006  
SRV 061200712 - 0672214 FILE

CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
GSLE DEVELOPMENT CORPORATION  
INTO  
SPX CORPORATION

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Pursuant to Section 253 of  
the General Corporation Law of the State of Delaware

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SPX Corporation, a corporation organized and existing under the laws of the state of Delaware (this "Corporation"), DOES HEREBY CERTIFY:

FIRST: That this Corporation was incorporated on the 9<sup>th</sup> day of February 1968, pursuant to the General Corporation Law of the state of Delaware.

SECOND: That this Corporation owns all of the outstanding shares of common stock, par value \$0.01 per share, of GSLE Development Corporation, a corporation incorporated on the 6<sup>th</sup> day of December 1999, pursuant to the General Corporation Law of the state of Delaware.

THIRD: That this Corporation, by resolutions of its board of directors attached hereto as Exhibit A, duly adopted at a meeting of its members on the 13<sup>th</sup> day of December 2006 and filed with the minute book of this Corporation, determined to merge GSLE Development Corporation with and into this Corporation.

FOURTH: That the merger herein provided for shall be effective at 2:00 p.m. E.S.T. on December 31, 2006.

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TRADEMARK  
REEL: 003513 FRAME: 0369

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed by Kevin Lilly, its Vice President and Secretary, this 21st day of December 2006.

SPX CORPORATION

By:                     /s/ Kevin Lilly                      
Name: Kevin Lilly  
Title: Vice President and Secretary

[DE Certificate of Merger of GSLE Development Corporation]

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TRADEMARK  
REEL: 003513 FRAME: 0370

RESOLUTIONS  
OF  
THE BOARD OF DIRECTORS  
OF  
SPX CORPORATION

MERGER OF GSLE DEVELOPMENT CORPORATION WITH AND INTO SPX CORPORATION

WHEREAS, immediately prior to the GSLE Development Effective Time (as defined below), SPX Corporation, a Delaware corporation (the "Company") will be the direct owner of all of the issued and outstanding shares of common stock, par value \$0.01 per share (the "GSLE Development Stock"), of GSLE Development Corporation, a Delaware corporation ("GSLE Development"); and

WHEREAS, the Company desires to merge GSLE Development with and into the Company, with the Company to be the surviving corporation (such corporation in its capacity as the surviving corporation being hereinafter sometimes called the "GSLE Development Surviving Corporation") pursuant to the provisions of section 253 of the Delaware General Corporation Law (the "GSLE Development Merger").

NOW, THEREFORE, BE IT HEREBY:

GSLE Development Merger; Terms of the GSLE Development Merger

RESOLVED, that, the Company shall cause to be filed an appropriate certificate of ownership and merger embodying these resolutions with the Secretary of State of the state of Delaware (the date and time of such filing, or such later date and time as set forth in such certificate, being hereinafter referred to as the "GSLE Development Effective Time"), and at the GSLE Development Effective Time, the Company shall merge GSLE Development with and into the Company in accordance with the Delaware General Corporation Law.

RESOLVED, that the terms and conditions of the GSLE Development Merger are as follows:

(1) At the GSLE Development Effective Time, (a) the certificate of incorporation of the Company shall be the certificate of incorporation of the GSLE Development Surviving Corporation until thereafter changed or amended, (b) the bylaws of the Company shall be the bylaws of the GSLE Development Surviving Corporation until thereafter changed or amended and (c) the directors of the Company shall be the directors of the GSLE Development Surviving Corporation, and the officers of the Company shall be the officers of the GSLE Development Surviving Corporation, in each case until their successors are duly elected or appointed and qualified in the manner provided by the certificate of incorporation and bylaws of the GSLE Development Surviving Corporation or as otherwise provided by law.

(2) At the GSLE Development Effective Time, by virtue of the GSLE Development Merger and without any action on the part of the Company, the GSLE Development Surviving Corporation or GSLE Development, each issued and outstanding share of GSLE Development Stock shall be cancelled and retired without payment of any consideration for such cancelled share.

(3) At the GSLE Development Effective Time, the GSLE Development Surviving Corporation shall succeed to all rights, privileges, powers, franchises and property of the constituent corporations to the GSLE Development Merger, and shall be subject to all the debts, liabilities and duties of each of the constituent corporations in the same manner as if the GSLE Development Surviving Corporation had itself incurred them, all with the effect set forth in the Delaware General Corporation Law.

(4) At any time prior to the GSLE Development Effective Time, these resolutions and the GSLE Development Merger may be amended or terminated by the Board of Directors as provided in section 253(c) of the Delaware General Corporation Law.

RESOLVED, that the President, any Vice President or other officer of the Company; such other persons as the Board of Directors may designate from time-to-time; and any additional persons as such officers or designated persons may further designate (each, an "Authorized Officer" and together, the "Authorized Officers") be, and each of them hereby is, directed and authorized to make, execute and deliver, in the name and on behalf of the Company, a certificate of ownership and merger setting forth a copy of these resolutions providing for the GSLE Development Merger, and to cause the same to be filed with the Secretary of State of the state of Delaware.

#### General Resolutions

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to take or cause to be taken all such further actions and to execute and deliver all such further agreements, indentures, instruments of assumption, documents, certificates, and undertakings in the name of and on behalf of the Company, and to incur all fees and expenses as in his judgment shall be necessary, appropriate, or advisable to carry out and to effect the purpose and intent of the foregoing resolutions and to complete the transactions contemplated thereby.

RESOLVED, that all actions taken prior to the adoption of these resolutions by any Authorized Officer in connection with the matters referred to herein that would have been within the authority conferred hereby had these resolutions predated such actions be, and they hereby are, ratified, confirmed and approved in all respects.