

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/31/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Mettler-Toledo Hi-Speed, Inc.		05/30/2007	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	Mettler-Toledo, Inc.
Street Address:	1900 Polaris Parkway
City:	Columbus
State/Country:	OHIO
Postal Code:	43240
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Serial Number:	73723681	HI-SPEED
Serial Number:	74053942	CHECKMATE
Serial Number:	74589025	CORNERSTONE

**CORRESPONDENCE DATA**

Fax Number: (614)792-5536  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 6147925555  
 Email: standleydocketing@standleyllp.com  
 Correspondent Name: Standley Law Group LLP  
 Address Line 1: 495 Metro Place South  
 Address Line 2: Suite 210  
 Address Line 4: Dublin, OHIO 43017-5319

ATTORNEY DOCKET NUMBER:	HIS2081-026, 027 & 028
-------------------------	------------------------

**CH \$90.00 73723681**

NAME OF SUBMITTER:	Jeffrey S. Standley, Reg. No. 34,021
Signature:	/Jeffrey S. Standley/
Date:	06/27/2007

**Total Attachments: 9**

source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page1.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page2.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page3.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page4.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page5.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page6.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page7.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page8.tif  
source=Mettler-Toledo Hi-Speed, Inc. to Mettler-Toledo, Inc. SOS Merger Documents#page9.tif

# Delaware

PAGE 1

*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 MERGER, WHICH MERGES:

"METTLER-TOLEDO HI-SPEED, INC.", A NEW YORK CORPORATION, WITH AND INTO "METTLER-TOLEDO, INC." UNDER THE NAME OF "METTLER-TOLEDO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF MAY, A.D. 2007, AT 10:17 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MAY, A.D. 2007.

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

2112037 8100M

070638859



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5713911

DATE: 05-30-07

TRADEMARK  
REEL: 003569 FRAME: 0455

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:18 AM 05/30/2007  
FILED 10:17 AM 05/30/2007  
SRV 070638859 - 2112037 FILE

**CERTIFICATE OF MERGER**  
**OF**  
**METTLER-TOLEDO HI-SPEED, INC.**  
**INTO**  
**METTLER-TOLEDO, INC.**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation has executed the following Certificate of Merger:

1. The name of the surviving corporation is  

Mettler-Toledo, Inc., a Delaware corporation,

and the name of the corporation being merged into this surviving corporation is  

Mettler-Toledo Hi-Speed, Inc., a New York corporation.
2. The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 and 252 of the Delaware General Corporation Law.
3. The name of the surviving corporation is  

Mettler-Toledo, Inc., a Delaware corporation.
4. The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.
5. The executed Agreement of Merger is on file at the office of the surviving corporation,  

Mettler-Toledo, Inc.  
1900 Polaris Parkway  
Columbus, Ohio 43240.
6. A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.
7. The authorized capital stock of Mettler-Toledo Hi-Speed, Inc., the non-Delaware corporation, is 200,000 common shares, \$2.00 par value per share.

8. The effective date of the merger described herein is May 31, 2007.

IN WITNESS WHEREOF, the surviving corporation has caused this Certificate of Merger to be signed by an authorized officer, this 31<sup>st</sup> day of May, 2007.

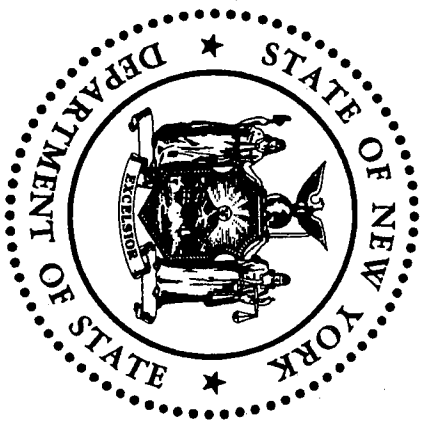
METTLER-TOLEDO, INC.

By:   
Shawn P. Vadala, Vice President - Finance

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on* **May 31, 2007**



*[Handwritten Signature]*  
Deputy Secretary of State for  
Business and Licensing Services

070530000796

**CT-07**

**CERTIFICATE OF MERGER  
OF  
METTLER-TOLEDO HI-SPEED, INC.  
INTO  
METTLER-TOLEDO, INC.**

**Under Section 907 of the Business Corporation Law**

1. The name of the corporation to be merged is Mettler-Toledo Hi-Speed, Inc. ("Hi-Speed"), a New York corporation. Hi-Speed was formed under the name Hi-Speed Checkweigher Co., Inc.

The name of the surviving corporation is Mettler-Toledo, Inc. (the "Surviving Corporation"), a Delaware corporation.

The Surviving Corporation is Mettler-Toledo, Inc.

2. The outstanding shares of Hi-Speed consist of 157,000 shares of common stock, par value \$2.00 per share, all of which are owned beneficially and of record by the Surviving Corporation.

3. The effective date of the merger of Hi-Speed into the Surviving Corporation is May 31, 2007.

4. The merger described herein is permitted by the laws of the jurisdiction of the constituent foreign corporation and is in compliance therewith.

5. The jurisdiction and date of incorporation of the Surviving Corporation are as follows:

Jurisdiction  
Delaware

Date of Incorporation  
December 22, 1986

The Surviving Corporation's application for authority to do business in the State of New York was filed by the Department of State on April 8, 1987.

6. The Certificate of Incorporation of Hi-Speed was filed by the Department of State on April 8, 1953.

070530000796

TRADEMARK  
REEL: 003569 FRAME: 0459

7. The Surviving Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the domestic corporation, previously amenable to suit in this state, which is a constituent corporation in this merger, and for the enforcement, as provided under the Business Corporation Law, of the right of shareholders of the constituent domestic corporation to receive payment for their shares against the surviving corporation.

8. The Surviving Corporation agrees that, subject to the provisions of Section 623 of the Business Corporation Law, the Surviving Corporation will promptly pay to the shareholders of the constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law relating to the right of shareholders to receive payment for their shares.

9. The Surviving Corporation hereby designates the Secretary of State as its agent upon whom process against it may be served in the manner set forth in Paragraph (b) of Section 306 of the Business Corporation Law, in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against it served upon him is

c/o CT Corporation System  
111 Eighth Avenue  
New York, New York 10011.

10. The Surviving Corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance which are due and payable by the constituent domestic corporation have been paid and that a cessation franchise tax report (estimated or final) through the anticipated date of the merger (which return, if estimated, shall be subject to amendment) has been filed by the constituent domestic corporation.

The Surviving Corporation further agrees that it will within thirty days after the filing of the Certificate of Merger file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by



the constituent domestic corporation.

11. The merger was authorized by each constituent corporation by a majority vote of the shareholders entitled to vote at a meeting thereof.

IN WITNESS WHEREOF, the undersigned have executed this Certificate by their duly authorized officers this ~~26<sup>th</sup>~~ day of May, 2007.

METTLER-TOLEDO, INC.

By:   
Shawn P. Vadala, Vice President- Finance

METTLER-TOLEDO HI-SPEED, INC.

By:   
Timothy Windholtz, Treasurer

**CT-07**

**070530000 796**

2007 MAY 30 PM 4: 11

FILED

**CERTIFICATE OF MERGER**

of

**METTLER-TOLEDO HI-SPEED, INC.**

Into

**METTLER-TOLEDO, INC.**

**Under Section 907 of the Business Corporation Law**

*1-C*  
**STATE OF NEW YORK  
DEPARTMENT OF STATE**

**FILED MAY 30 2007**

**TAX \$**

**BY:**

*DW*

*MM*

**Filed By: Drake, Loeb, Heller, Kennedy,  
Gogerty, Gaba & Rodd PLLC  
555 Hudson Valley Avenue  
Suite 100  
New Windsor, N.Y. 12553  
845-561-0550**

*Cust. Ref. # 6938329 AS*

2007 MAY 30 PM 3: 10

RECEIVED

**070530000885**

FILING RECEIPT

=====

ENTITY NAME: METTLER-TOLEDO, INC.

DOCUMENT TYPE: MERGER (FOR. BUSINESS)  
PROCESS

COUNTY: NEWY

SERVICE COMPANY: CT CORPORATION SYSTEM - 07

SERVICE CODE: 07

CONSTITUENT NAME: METTLER-TOLEDO HI-SPEED, INC.

=====

FILED:05/30/2007 DURATION:\*\*\*\*\* CASH#:070530000885 FILM #:070530000796

ADDRESS FOR PROCESS

EFFECT DATE

-----  
C/O CT CORPORATION SYSTEM  
111 EIGHTH AVENUE  
NEW YORK, NY 10011

-----  
05/31/2007

REGISTERED AGENT  
-----

=====

FILER	FEES	245.00	PAYMENTS	245.00
-----	-----	-----	-----	-----
	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	0.00
DRAKE, LOEB, HELLER, KENNEDY,	CERT	0.00	CHARGE	0.00
GOGERTY, GABA & RODD PLLC	COPIES	10.00	DRAWDOWN	245.00
555 HUDSON VALLEY AVENUE, SUITE 100	HANDLING	175.00	OPAL	0.00
NEW WINDSOR, NY 12553			REFUND	0.00
			-----	-----

6938329AS

DOS-1025 (11/89)

TRADEMARK

RECORDED: 06/27/2007

REEL: 003569 FRAME: 0463