

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/28/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Eaton Power Quality Corporation		04/28/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Eaton Electrical Inc.
Street Address:	1111 Superior Avenue
City:	Cleveland
State/Country:	OHIO
Postal Code:	44114
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1486822	POWERWARE

**CORRESPONDENCE DATA**

Fax Number: (216)479-7015  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 216-523-4131  
 Email: danielskalka@eaton.com  
 Correspondent Name: Daniel S. Kalka  
 Address Line 1: 1111 Superior Avenue  
 Address Line 4: Cleveland, OHIO 44114

NAME OF SUBMITTER:	Daniel S. Kalka
Signature:	/Daniel S. Kalka/
Date:	04/25/2008

CH \$40.00 1486822

**Total Attachments: 3**

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# Delaware

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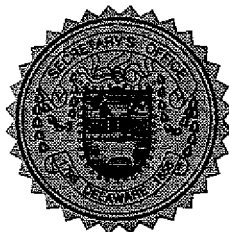
*The First State*

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 MERGER, WHICH MERGES:

"EATON POWER QUALITY CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "EATON ELECTRICAL INC." UNDER THE NAME OF "EATON ELECTRICAL INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF APRIL, A.D. 2006, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2006.

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



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060386979

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4699862

DATE: 04-26-06

TRADEMARK  
REEL: 003766 FRAME: 0957

CERTIFICATE OF MERGER  
OF  
EATON POWER QUALITY CORPORATION  
INTO  
EATON ELECTRICAL INC.

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The undersigned corporation, Eaton Electrical Inc., a Delaware corporation, DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Eaton Power Quality Corporation	DELAWARE
Eaton Electrical Inc.	DELAWARE

SECOND: That a Plan and Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Laws of the State of Delaware:

THIRD: The name of the surviving corporation in the merger is Eaton Electrical Inc., a Delaware corporation.

Pjt/merger/Eaton2cert

FOURTH: The Certificate of Incorporation of Eaton Electrical Inc. shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: An executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation, and the address of said principal place of business of the surviving corporation is 1111 Superior Avenue, Cleveland, Ohio 44114.


SIXTH: A copy of the Plan and Agreement of Merger will be furnished on request without cost to any stockholder of any constituent corporation.


SEVENTH: This Certificate of Merger shall be effective upon the close of business on April 28<sup>th</sup>, 2006.

Dated as of April 20, 2006.

ATTEST:

EATON ELECTRICAL INC.

By:   
David Johnson,  
Its Vice President

By:   
Earl R. Franklin,  
Its Vice President and Secretary

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