

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Conversion |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------|----------|----------------|-----------------------|
| THE GSI GROUP, INC. | | 01/14/2009 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-----------------|-------------------------------------|
| Name: | THE GSI GROUP, LLC |
| Street Address: | 1004 East Illinois Street |
| City: | Assumption |
| State/Country: | ILLINOIS |
| Postal Code: | 62510 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 10

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------|
| Registration Number: | 1221295 | ADJUST-A-BAFFLE |
| Registration Number: | 1129899 | AIRSTREAM |
| Registration Number: | 1954422 | CUMBERLAND |
| Registration Number: | 2770967 | DMC |
| Registration Number: | 3083570 | DRITEK |
| Registration Number: | 2421823 | GRAIN KING |
| Registration Number: | 1172834 | GRANDSTAND |
| Registration Number: | 1939175 | GSI |
| Registration Number: | 1939356 | GSI |
| Registration Number: | 1880383 | HI-LO |

CORRESPONDENCE DATA

Fax Number: (314)238-2401
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 314-238-2400

900177429

**TRADEMARK
 REEL: 004414 FRAME: 0341**

CH \$265.00 1221295

Email: trademarks@polsterlieder.com
Correspondent Name: Jonathan P. Soifer
Address Line 1: 12412 Powerscourt Drive
Address Line 2: Suite 200
Address Line 4: St. Louis, MISSOURI 63131

| | |
|--|---------------------|
| ATTORNEY DOCKET NUMBER: | GSIG 0000 |
| NAME OF SUBMITTER: | Jonathan P. Soifer |
| Signature: | /jonathan p soifer/ |
| Date: | 11/15/2010 |
| Total Attachments: 5 source=The GSI Group LLC - Conversion Formation#page1.tif source=The GSI Group LLC - Conversion Formation#page2.tif source=The GSI Group LLC - Conversion Formation#page3.tif source=The GSI Group LLC - Conversion Formation#page4.tif source=The GSI Group LLC - Conversion Formation#page5.tif | |

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "THE GSI GROUP, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "THE GSI GROUP, INC." TO "THE GSI GROUP, LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2009, AT 6:17 O'CLOCK P.M.



0610523 8100V

090037513

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 7084817

DATE: 01-15-09

TRADEMARK
REEL: 004414 FRAME: 0343

Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "THE GSI GROUP, LLC" FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2009, AT 6:17 O'CLOCK P.M.



0610523 8100V

090037513

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 7084817

DATE: 01-15-09

TRADEMARK
REEL: 004414 FRAME: 0344

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:17 PM 01/14/2009
FILED 06:17 PM 01/14/2009
SRV 090037513 - 0610523 FILE

CERTIFICATE OF CONVERSION

OF

THE GSI GROUP, INC.

INTO

THE GSI GROUP, LLC

Pursuant to Sections 103 and 266 of the General
Corporation Law of the State of Delaware
and Sections 18-204 and 18-214 of the Delaware Limited Liability Company Act

The GSI Group, Inc., a Delaware corporation (the "**Corporation**"), does hereby certify to the following facts relating to the conversion of the Corporation into a Delaware limited liability company (the "**Conversion**") under the name The GSI Group, LLC (the "**Company**");

FIRST: The name of the Corporation immediately prior to the filing of this certificate of conversion is "The GSI Group, Inc." The name under which the Corporation was originally incorporated was "Sloan Implement Company, Inc."

SECOND: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on the 30th day of April, 1964.

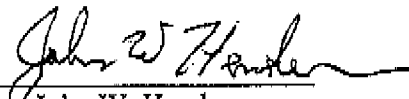
THIRD: The name of the limited liability company into which the Corporation shall be converted, as set forth in the certificate of formation, is "The GSI Group, LLC" and the jurisdiction of that entity is Delaware.

FOURTH: The Conversion has been approved in accordance with Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act.

(remainder of page intentionally left blank; signature page to follow)

IN WITNESS WHEREOF, the this Certificate of Conversion has been executed in accordance with 6 Del. C. Section 18-204 and 8 Del. C. Section 103 on this 17 day of January, 2009.

THE GSI GROUP, INC.

By: 
Name: John W. Henderson
Title: Secretary

CERTIFICATE OF FORMATION
OF
THE GSI GROUP, LLC

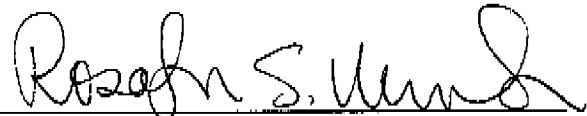
*State of Delaware
Secretary of State
Division of Corporations
Delivered 06:17 PM 01/14/2009
FILED 06:17 PM 01/14/2009
SRV 090037513 - 0610523 FILE*

This Certificate of Formation of The GSI Group, LLC (the "Limited Liability Company") has been duly executed and is being filed by the undersigned authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

1. Name. The name of the limited liability company formed hereby is the GSI Group, LLC.

2. Registered Office and Registered Agent. The address of the registered office of the Limited Liability Company in the State of Delaware, County of New Castle is 1313 N. Market Street, Suite 5100, in the City of Wilmington (19801). The registered agent of the Limited Liability Company for service of process at such address is PHS Corporate Services, Inc.

IN WITNESS WHEREOF, the undersigned authorized person has duly executed this Certificate of Formation as of January 14, 2009.



Name: Rosalyn S. Unruh
Authorized Person