

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2011		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
SKF Condition Monitoring, Inc.		12/09/2010	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
Name:	SKF USA Inc.		
Street Address:	P.O. Box 352		
City:	Landsdale		
State/Country:	PENNSYLVANIA		
Postal Code:	19446		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	2349059	MARLIN	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(800)854-3014		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	215.981.4321		
Email:	lovensheimera@pepperlaw.com		
Correspondent Name:	J. Anthony Lovensheimer		
Address Line 1:	Eighteenth & Arch Streets		
Address Line 2:	3000 Two Logan Square		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103-2799		
ATTORNEY DOCKET NUMBER:	48754.219		
NAME OF SUBMITTER:	J. Anthony Lovensheimer		
Signature:	/J. Anthony Lovensheimer/		

OP \$40.00 2349059

**900184018**

**TRADEMARK**  
**REEL: 004476 FRAME: 0260**

Date:

02/10/2011

**Total Attachments: 5**

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# Delaware

*The First State*

PAGE 1

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

JAN 08 2011

I, JEFFREY W. BULLOCK, 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:

"SKF CONDITION MONITORING, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "SKF USA INC." UNDER THE NAME OF "SKF USA INC.", 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. 2010, AT 12:34 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2011, AT 1 O'CLOCK P.M.

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

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8464606

DATE: 12-31-10

TRADEMARK  
REEL: 004476 FRAME: 0262

CERTIFICATE OF OWNERSHIP AND MERGER  
MORGING

SKF CONDITION MONITORING, INC.

INTO

SKF USA INC.

(Pursuant to Section 253 of the  
Delaware General Corporation Law)

SKF USA Inc., a Delaware corporation (the "*Corporation*"), does hereby certify to the following facts relating to the merger (the "*Merger*") of SKF Condition Monitoring, Inc., a California corporation ("*COMO*"), with and into the Corporation, with the Corporation remaining as the surviving corporation under the name of SKF USA Inc.

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
SKF USA Inc.	Delaware
SKF Condition Monitoring, Inc.	California

SECOND: The Corporation owns all of the outstanding shares of each class of capital stock of COMO.

THIRD: The Board of Directors of the Corporation (the "*Board*"), by the following resolutions duly adopted on December 9, 2010, determined to merge COMO with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code:

WHEREAS, the Corporation is the owner of all issued and outstanding shares of capital stock of SKF Condition Monitoring, Inc., a California corporation (the "*Subsidiary*"); and

WHEREAS, the Corporation desires to merge the Subsidiary with and into the Corporation (the "*Merger*") in accordance with Section 253 of the General Corporation Law of the State of Delaware (the "*DGCL*") and Section 1110 of the California Corporations Code (the "*CCC*").

NOW, THEREFORE, BE IT:

RESOLVED, that the Corporation merges the Subsidiary with and into the Corporation in accordance with Section 253 of the DGCL and Section 1110 of the CCC; and be it further

RESOLVED, that the Merger shall have the effects set forth in the DGCL and the CCC, including Section 259 of the DGCL, which provides, among other things, that, upon the effectiveness of the Merger, the Corporation shall possess all of the rights, privileges,

powers and franchises of the Subsidiary and shall be subject to all of the restrictions, disabilities and duties of the Subsidiary; and be if further

RESOLVED, that the Corporation shall assume all of the Subsidiary's liabilities and obligations; and be it further

RESOLVED, that the Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction; and be it further

RESOLVED, that the Merger shall become effective at 1:00 p.m. on January 1, 2011; and be it further

RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized to certify a Certificate of Ownership and Merger setting forth a copy of the foregoing resolutions, and to cause the same to be filed with the Delaware Secretary of State and to do all acts and things, whatsoever, which may be in any way necessary or appropriate to effect the Merger; and be it further

RESOLVED, that all actions previously taken by any director, officer, employee or agent of the Corporation in connection with or related to the matters set forth in or reasonably contemplated or implied by the foregoing preambles and resolutions be, and each of them hereby is, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation; and be it further

RESOLVED, that this written consent may be executed in one or more counterparts, each of which shall be deemed an original (whether delivered electronically or otherwise) and all of which together shall constitute one and the same written consent.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this Certificate of Ownership and Merger may be amended or terminated and abandoned by the Board of Directors of the Corporation at any time prior to the effective date and time provided for in this Certificate of Ownership and Merger.

FIFTH: The Corporation shall be the surviving corporation of the Merger.

SIXTH: This certificate shall become effective at 1:00 p.m. on January 1, 2011.

[Signature page follows]

IN WITNESS WHEREOF, SKF USA Inc., a Delaware corporation, has caused this Certificate to be signed by its duly authorized officer as of December 9, 2010.

SKF USA INC.

By: Timothy T. Gifford  
Name: Timothy T. Gifford  
Title: Vice President, General Counsel and  
Secretary

Certificate of Ownership and Merger for COMO/SKF Merger

**TRADEMARK**  
**REEL: 004476 FRAME: 0265**



I hereby certify that the foregoing  
transcript of 1 (page(s))  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office.

JAN 31 2011

Date: \_\_\_\_\_ SJK

*Debra Bowen*  
DEBRA BOWEN, Secretary of State