

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Woodward Governor Company		01/26/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Woodward, Inc.
Street Address:	1000 East Drake Road
City:	Fort Collins
State/Country:	COLORADO
Postal Code:	80525
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Serial Number:	77215931	CONCYCLE ACTIVE FRT
Serial Number:	77812248	GRIDSTAR
Serial Number:	77866220	SMARTMOVE
Registration Number:	2961600	CONCYCLE
Registration Number:	3511356	CONTROLCORE
Registration Number:	2209633	MICRONET TMR
Registration Number:	2863183	MOTOFLASH
Registration Number:	3136196	MOTOHAWK
Registration Number:	2802997	MOTOTUNE
Registration Number:	1725161	NETCON
Registration Number:	1889641	PEAK
Registration Number:	1903403	PROTECH
Registration Number:	2265381	SMART FIRE
Registration Number:	3231104	WINFIRE

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Registration Number:	1917618	WOODWARD
Registration Number:	0992446	WOODWARD
Registration Number:	1017917	WOODWARD
Registration Number:	0569349	WOODWARD

**CORRESPONDENCE DATA**

Fax Number: (877)769-7945  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 617-542-5070  
Email: tmdoctc@fr.com  
Correspondent Name: Cynthia J. Walden Fish & Richardson P.C.  
Address Line 1: P.O. Box 1022  
Address Line 4: Minneapolis, MINNESOTA 55440-1022

ATTORNEY DOCKET NUMBER:	23044-0010001
NAME OF SUBMITTER:	Lucille A. McGrady
Signature:	/Lucille A. McGrady/
Date:	02/22/2011

**Total Attachments: 3**  
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# Delaware

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*The First State*

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 AMENDMENT OF "WOODWARD GOVERNOR COMPANY", CHANGING ITS NAME FROM "WOODWARD GOVERNOR COMPANY" TO "WOODWARD, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2011, AT 12:27 O'CLOCK P.M.

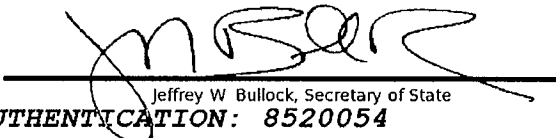
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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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: 8520054

DATE: 01-26-11

TRADEMARK  
REEL: 004483 FRAME: 0872

**CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
WOODWARD GOVERNOR COMPANY**

Pursuant to Section 242 of the General Corporation Law of the State of Delaware, Woodward Governor Company, a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (hereinafter referred to as the "Corporation" or the "Company"), does hereby certify:

- (1) That the original Certificate of Incorporation of the Corporation was filed in the Office of the Secretary of State of Delaware on November 18, 1976.
- (2) That the Restated Certificate of Incorporation of the Corporation was filed in the Office of the Secretary of State of Delaware on April 27, 2006.
- (3) That at the meeting of the Board of Directors of the Corporation held on April 21, 2010, resolutions were duly adopted setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation, declaring the amendment to be advisable, and directing that the proposed amendment be considered at the next annual meeting of the stockholders of the Corporation.
- (4) That the resolutions of the Board of Directors of the Corporation setting forth the proposed amendment to the Restated Certificate of Incorporation of the Corporation and effectuating such amendment, subject to approval by the affirmative vote of two-thirds of the outstanding shares of Common Stock of the Corporation entitled to vote thereon, are as follows:

**NOW, THEREFORE, BE IT RESOLVED**, that the [Restated Certificate of Incorporation of the Corporation] be amended by striking the text of Article FIRST thereof in its entirety and substituting in lieu thereof the following:

"The name of the Company is Woodward, Inc.";

**FURTHER RESOLVED**, that the Board recommends that the stockholders of the Company approve the Amendment at their next annual meeting which is to be held on January 21, 2011 or on such other date as determined by the Board in accordance with the Company's Bylaws (the "Annual Meeting");

**FURTHER RESOLVED**, that the Amendment shall be presented to the Company's stockholders for a vote at the Annual Meeting; and

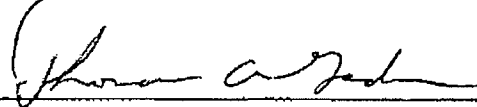
**FURTHER RESOLVED**, that upon approval of the Amendment by the Company's stockholders, any officer of the Company, be and hereby is, authorized and directed to execute a Certificate of Amendment to the Charter (the "Certificate of Amendment") in the name and on behalf of the Company, setting forth the Amendment, and to cause the Certificate of Amendment to be filed with the Secretary of State of the State of Delaware and any other governmental agency to give it validity and effect.

(5) That thereafter, pursuant to the resolutions of the Board of Directors of the Corporation, the stockholders of the Corporation at the annual meeting of the Corporation held on Wednesday, January 26, 2011 duly adopted said amendments by the affirmative vote of the holders of in excess of two-thirds of the outstanding shares of Common Stock of the Corporation entitled to vote thereon.

(6) That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, WOODWARD GOVERNOR COMPANY has caused this Certificate of Amendment to be executed by Thomas A. Gendron, its President and Chief Executive Officer, this 26<sup>th</sup> day of January 2011.

WOODWARD GOVERNOR COMPANY

By   
Thomas A. Gendron, President and  
Chief Executive Officer