

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/01/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Airedale Inc.		04/01/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Modine Manufacturing Company		
Street Address:	1500 DeKoven Avenue		
City:	Racine		
State/Country:	WISCONSIN		
Postal Code:	53403		
Entity Type:	CORPORATION: WISCONSIN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3182358	AIREDALE	
CORRESPONDENCE DATA			
Fax Number:	4142770656		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	414-271-6560		
Email:	mkeipdocket@michaelbest.com		
Correspondent Name:	Ariana G. Voigt		
Address Line 1:	100 East Wisconsin Avenue, Suite 3300		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	022234-5046 US00		
NAME OF SUBMITTER:	Jaime L. Tremi		
Signature:	/jaime l. tremi/		

OP \$40.00 3182358

Date:

02/01/2013

Total Attachments: 4

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CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
AIREDALE INC.
AND
MODINE OF PUERTO RICO, INC.
INTO
MODINE MANUFACTURING COMPANY

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

MODINE MANUFACTURING COMPANY (the "Corporation"), a corporation incorporated June 23, 1916 pursuant to the provisions of the Wisconsin Business Corporation Law DOES HEREBY CERTIFY that:

FIRST: The Corporation owns all of the issued and outstanding stock of each of the following Delaware corporations:

<u>Name of Corporation</u>	<u>Date of Incorporation</u>
Airedale Inc.	April 18, 1986
Modine of Puerto Rico, Inc.	December 19, 1977

SECOND: The Corporation, by resolutions of its Board of Directors duly adopted at a meeting of the Board held on March 21, 2007, authorized and approved the merger of the above Delaware corporations into itself, which resolutions are in the following words to wit:

"WHEREAS, the Corporation owns all of the issued and outstanding stock of Airedale Inc., a Delaware corporation, Industrial Airsystems, Inc., a Minnesota corporation, Modine of Puerto Rico, Inc., a Delaware corporation, Radman, Inc., a Michigan corporation, and Thermacore International, Inc., a Pennsylvania corporation (together the "Subsidiaries"); and

WHEREAS, the Corporation desires to merge the Subsidiaries into the Corporation;

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiaries be merged into the Corporation effective as of 12:02 a.m. on April 1, 2007;

FURTHER RESOLVED, that the Plan of Merger, a copy of which is attached hereto as Exhibit A, is hereby approved and adopted;

FURTHER RESOLVED, that any officer of the Corporation is hereby authorized and directed to execute a Certificate of Ownership and Merger, a Certificate of Merger and appropriate Articles of Merger and to cause the same to be filed with

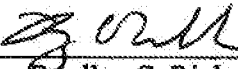
the appropriate filing offices of the States of Delaware, Michigan, Minnesota, Pennsylvania and Wisconsin, respectively;

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and directed to do all acts which they in their discretion shall deem necessary and appropriate to cause the merger described above to become effective under the laws of the States of Delaware, Michigan, Minnesota, Pennsylvania and Wisconsin."

THIRD: The Effective Time of the Merger shall be at 12:02 a.m. on April 1, 2007.

IN WITNESS WHEREOF, Modine Manufacturing Company has caused this Certificate to be signed this 21st day of March, 2007.

MODINE MANUFACTURING COMPANY

By: 

Name: Bradley C. Richardson

Title: Executive Vice President, Finance and Chief
Financial Officer

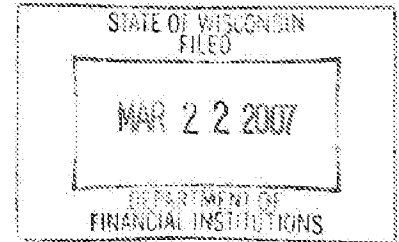
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WISCONSIN
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ARTICLES OF MERGER
OF
AIREDALE INC.
INDUSTRIAL AIRSYSTEMS, INC.
MODINE OF PUERTO RICO, INC.
RADMAN, INC.
AND
THERMACORE INTERNATIONAL, INC.
INTO
MODINE MANUFACTURING COMPANY



The undersigned, Modine Manufacturing Company, a Wisconsin corporation ("Parent"), desiring to give notice of corporate action effectuating the merger of its wholly-owned subsidiaries, Airedale Inc., a Delaware corporation, Industrial Airsystems, Inc., a Minnesota corporation, Modine of Puerto Rico, Inc., a Delaware corporation, Radman, Inc., a Michigan corporation, and Thermacore International, Inc., a Pennsylvania corporation (together the "Subsidiaries"), into Parent, and acting by its officers and pursuant to Section 180.1104 of the Wisconsin Business Corporation Law, hereby certifies the following:

1. Stock Ownership. Parent owns all of the issued and outstanding stock of each of the Subsidiaries.

2. Plan of Merger. The Plan of Merger has approved and adopted in accordance with Section 180.1104 of the Wisconsin Business Corporation Law. The Plan of Merger is on file at the principal place of business of Parent. Parent will provide a copy of the Plan of Merger, upon request and without cost, to any shareholder of Parent or any of the Subsidiaries or, upon payment to the Surviving Corporation of an amount equal to the cost of providing a copy, to any other interested person.

3. Surviving Corporation. The name of the surviving corporation is Modine Manufacturing Company.

4. Real Estate. None of the Subsidiaries has a fee simple ownership interest in any Wisconsin real estate.

5. Subsidiaries. Each of the Subsidiaries is a direct, wholly-owned subsidiary of Parent.

6. Effective Time. The Effective Time of the Merger shall be at 12:02 a.m. on April 1, 2007.

7. Articles of Incorporation. The Articles of Incorporation of Parent shall not be affected by the Merger.

(File with WI DPT)

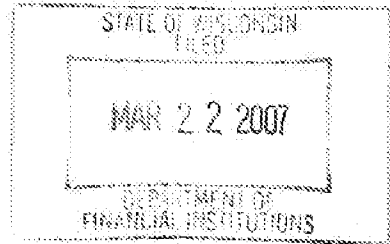
IN WITNESS WHEREOF, the undersigned Corporation has caused these Articles of Merger to be executed in its name this 21st day of March, 2007.

MODINE MANUFACTURING COMPANY

By: *[Signature]*
Name: Bradley C. Richardson
Title: Executive Vice President, Finance and Chief Financial Officer

This instrument was drafted by:

Kathryn M. Suono
Quarles & Brady LLP
411 East Wisconsin Avenue
Milwaukee, WI 53202-4497



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