

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|---|---|----------|------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 07/02/2008 | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | Regal-Beloit Electric Motors, Inc. | | 07/02/2008 |
| | | | Entity Type |
| | | | CORPORATION: WISCONSIN |
| RECEIVING PARTY DATA | | | |
| Name: | Marathon Electric Manufacturing Corporation | | |
| Street Address: | 100 East Randolph Street | | |
| City: | Wausau | | |
| State/Country: | WISCONSIN | | |
| Postal Code: | 54401 | | |
| Entity Type: | CORPORATION: WISCONSIN | | |
| PROPERTY NUMBERS Total: 9 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 3750240 | THINK TANK |
| | Registration Number: | 3538055 | EVERGREEN |
| | Registration Number: | 3447192 | HEAT SHIELD |
| | Registration Number: | 3565490 | ARKTIC |
| | Registration Number: | 3551324 | LIFE-LINE |
| | Registration Number: | 3658641 | EXCEL |
| | Registration Number: | 3680520 | PROLINE |
| | Registration Number: | 3599835 | PROLINE |
| | Registration Number: | 3747243 | ICE |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3146122323 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |

CH \$240.00 3750240

Phone: 314-621-5070
Email: iptm@armstrongteasdale.com
Correspondent Name: Tiffany L. Schwartz
Address Line 1: 7700 Forsyth Boulevard, Suite 1800
Address Line 4: St. Louis, MISSOURI 63105

| | |
|---|---------------------|
| ATTORNEY DOCKET NUMBER: | 23571.320 |
| NAME OF SUBMITTER: | Tiffany L. Schwartz |
| Signature: | /tls/ |
| Date: | 06/06/2013 |
| Total Attachments: 5 source=15518464#page1.tif source=15518464#page2.tif source=15518464#page3.tif source=15518464#page4.tif source=15518464#page5.tif | |

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JUL - 2 2008

WISCONSIN
DFI

Sec. 179.77,
180.1105,
181.1105, and
183.1204 Ws. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



ARTICLES OF MERGER

1. Non-Surviving Parties to the Merger:

01 R 042127

| | | |
|---|--|---|
| Company Name: <u>Regal-Belbit Electric Motors, Inc.</u> | | |
| Indicate (X) Entity Type | <input type="checkbox"/> Limited Partnership (Ch. 179, Ws. Stats.) | Organized under the laws of <u>WI</u> (state or country) |
| | <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Ws. Stats.) See Exception below | |
| | <input type="checkbox"/> Nonstock Corporation (Ch. 181, Ws. Stats.) | |
| | <input type="checkbox"/> Limited Liability Company (Ch. 183, Ws. Stats.) | |

OLR 7/11 2008
Imaged

Does the above named non-surviving party have a fee simple ownership interest in any Wisconsin real estate?

Yes No

If yes, the surviving entity is required to file a report with the Wisconsin Department of Revenue under sec. 73.14 of the Wisconsin Statutes. (See instructions.)

| | | |
|-----------------------------|---|--|
| Company Name: | | |
| Indicate (X) Entity Type | <input type="checkbox"/> Limited Partnership (Ch. 179, Ws. Stats.) | Organized under the laws of (state or country) |
| | <input type="checkbox"/> Business Corporation (Ch. 180, Ws. Stats.) See Exception below | |
| | <input type="checkbox"/> Nonstock Corporation (Ch. 181, Ws. Stats.) | |
| | <input type="checkbox"/> Limited Liability Company (Ch. 183, Ws. Stats.) | |

Does the above named non-surviving party have a fee simple ownership interest in any Wisconsin real estate?

Yes No

If yes, the surviving entity is required to file a report with the Wisconsin Department of Revenue under sec. 73.14 of the Wisconsin Statutes. (See instructions.)

Schedule more non-surviving parties as an additional page and indicate whether the non-surviving party has a fee simple ownership interest in any Wisconsin real estate.

2. Surviving Entity:

01 IM05395
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| | | |
|--|--|---|
| Company Name: <u>Marathon Electric Manufacturing Corporation</u> | | |
| Indicate (X) Entity Type | <input type="checkbox"/> Limited Partnership (Ch. 179, Ws. Stats.) | Organized under the laws of <u>WI</u> (state or country) |
| | <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Ws. Stats.) See Exception below | |
| | <input checked="" type="checkbox"/> Nonstock Corporation (Ch. 181, Ws. Stats.) | |
| | <input type="checkbox"/> Limited Liability Company (Ch. 183, Ws. Stats.) | |

EXCEPTION: If the merger involves only Chapter 180 business corporations, use form 2001.

FILING FEE - \$150.00

DFICORP/2000(R12/06)

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EXPEDITE25

\$25.00

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DCORP60

\$60.00

3. Indicate below if the surviving entity is an indirect wholly owned subsidiary or parent:

The surviving entity is a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent and the merger was approved in accordance with sec. 180.11045 and the requirements of sec. 180.11045(2) have been satisfied.

The surviving entity is not a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent.

4. The Plan of Merger included in this document was approved by each entity that is a party to the merger in the manner required by the laws applicable to each entity, and in accordance with ss. 180.1103, 180.1104, 181.1103, 181.1104 and 183.1202, if applicable.

CONTINGENCY STATEMENT - The surviving entity of this merger is a domestic or foreign nonstock corporation. The Plan of Merger included in this document was approved by each entity that is a party to the merger in the manner required by the laws applicable to each entity, and in accordance with ss. 180.1103, 180.1104 and 183.1202, if applicable, and by a person other than the members or the board, if the approval of such person is required under s. 181.1103(2)(c).

The approval of members is not required, and the Plan of Merger was approved by a sufficient vote of the board.

The number of votes cast by each class of members to approve the Plan of Merger were sufficient for approval by that class.

| Membership Class | Number of Memberships Outstanding | Number of Votes Entitled to be Cast | For | Against |
|------------------|-----------------------------------|-------------------------------------|-----|---------|
| | | | | |
| | | | | |

(Append or attach the PLAN OF MERGER, (Optional Plan of Merger template on Pages 3 & 4)

5. (OPTIONAL) Effective Date and Time of Merger

These articles of merger, when filed, shall be effective on _____ (date) at _____ (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by ss. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the surviving domestic entity.)

6. Executed on 2/7/2008 (date) by the surviving entity on behalf of all parties to the merger.

Paul J Jones
(Signature)

Mark (X) below the title of the person executing the document.

Paul J Jones
(Printed Name)

For a limited partnership
Title: General Partner

For a corporation

For a limited liability company
Title: Member OR Manager

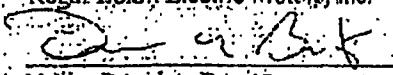
Title: President OR Secretary
or other officer title _____

This document was drafted by: Joan Bradford
(Name the individual who drafted the document)

Executed on this 1st day of July, 2008.

Reynold-Belton Electric Motors, Inc.

By



Name: David A. Barta

Title of Officer: Vice President

Marathon Electric Manufacturing Corporation

By



Name: David A. Barta

Title of Officer: Vice President

Wisconsin Merger - Domestic into Domestic
Corporation 12/96 - 2

PLAN OF MERGER

OF

Regal-Beloit Electric Motors, Inc.

MERGING INTO

Marathon Electric Manufacturing Corporation

PLAN OF MERGER adopted by Regal-Beloit Electric Motors, Inc., a business corporation organized under the laws of the State of Wisconsin, by resolution of its sole shareholder Board of Directors on June 30, 2008, and adopted by Marathon Electric Manufacturing Corporation, a business corporation organized under the laws of the State of Wisconsin, by resolution of its sole shareholder and Board of Directors on June 30, 2008. The names of the corporations planning to merge are Regal-Beloit Electric Motors, Inc., a business corporation organized under the laws of the State of Wisconsin, and Marathon Electric Manufacturing Corporation, a business corporation organized under the laws of the State of Wisconsin. The name of the surviving corporation into which Regal-Beloit Electric Motors, Inc. plans to merge is Marathon Electric Manufacturing Corporation.

1. Regal-Beloit Electric Motors, Inc. and Marathon Electric Manufacturing Corporation shall, pursuant to the provisions of the Wisconsin Business Corporation Law, be merged with and into a single corporation, to wit, Marathon Electric Manufacturing Corporation, which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under the name "RBC Manufacturing Corporation" pursuant to Section 2 below and the provisions of the Wisconsin Business Corporation Law. The separate existence of Regal-Beloit Electric Motors, Inc., which is sometimes hereinafter referred to as the "terminating corporation", shall cease at the effective time and date of the merger in accordance provisions of the Wisconsin Business Corporation Law.

2. The present Amended and Restated Articles of Incorporation of Marathon Electric Manufacturing Corporation shall be the Amended and Restated Articles of Incorporation of the surviving corporation except that Article I of said Amended Restated Articles of Incorporation, relating to the name of the corporation, is hereby amended and changed so as to read as follows at the effective time and date of the merger:

"Article I. The name of the company shall be RBC Manufacturing Corporation."

and said Amended and Restated Articles of Incorporation of RBC Manufacturing Corporation shall continue in full force and effect until amended and changed in the manner prescribed by the

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provisions of the Wisconsin Business Corporation Law.

3. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Wisconsin Business Corporation Law.

4. The directors and officers in office of the surviving corporation at the effective time and date of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their respective successors until their successors are elected and qualify or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the terminating corporation immediately before the effective time and date of the merger shall be cancelled and the shares of capital stock of Survivor shall remain outstanding and be unaffected by the Merger. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the terminating corporation and to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Wisconsin Business Corporation Law.

7. The terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Wisconsin, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the terminating corporation and the Board of Directors and the proper officers of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

Wisconsin Merger - Domestic into Domestic
Corporation 12/96 - J