

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM581885

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Siemens Rail Automation Carborne Systems Inc.		04/01/2014	Corporation: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	Siemens Rail Automation Corporation
Street Address:	2400 Nelson Miller Parkway
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40223
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2331794	W PHW INC.

CORRESPONDENCE DATA**Fax Number:**

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 6467343437
Email: mamastrovito@lawabel.com
Correspondent Name: Marie Anne Mastrovito
Address Line 1: 666 Third Avenue
Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:	Marie Anne Mastrovito
SIGNATURE:	/MAMastrovito/
DATE SIGNED:	06/18/2020

Total Attachments: 6

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PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Articles/Certificate of Merger
(15 Pa.C.S.)

- Domestic Business Corporation (§ 1926)
 Domestic Nonprofit Corporation (§ 5926)
 Limited Partnership (§ 8547)

Name _____
Address _____
City _____ State _____ Zip _____
90806001 SOPA B

Commonwealth of Pennsylvania
ARTICLES OF MERGER-BUSINESS 7 Page(s)



T1407362013

Fee: \$150 plus \$40 additional for each
Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
Siemens Rail Automation Corporation

2. Check and complete one of the following:
The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider _____ County _____				
c/o _____				

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of Delaware and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider _____ County _____				
c/o Registered Agent Solutions Inc. _____ Dauphin				

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip

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PA DEPT OF STATE

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

12th day of March,
2014

Siemens Rail Automation Corporation
Name of Corporation/Limited Partnership

[Signature]
Signature

CEO
Title

Siemens Rail Automation Corp.
Name of Corporation/Limited Partnership

[Signature]
Signature

CFO
Title

PLAN OF MERGER

THIS PLAN OF MERGER (hereinafter, this "*Plan of Merger*"), is entered into and made effective as of April 1, 2014 by and between Siemens Rail Automation Corporation, a Delaware corporation with an address of 2400 Nelson Miller Parkway, Louisville, KY 40223 ("*SRA*"), and Siemens Rail Automation Carborne Systems, Inc., a Pennsylvania corporation with an address of 664 Linden Avenue, East Pittsburgh, PA 15112 ("*SRAC*").

RECITALS

WHEREAS, SRA owns or shall own 100% of the issued and outstanding shares of common stock of SRAC on the Effective Time (as defined below), which represents all of SRAC's issued and outstanding capital stock;

WHEREAS, in accordance with Sections 1921(b) and 1924(b)(1)(ii) of the Pennsylvania Business Corporation Law (the "*PBCL*") and Section 253 of the Delaware General Corporation Law (the "*DGCL*"), the Board of Directors of SRA has determined to merge SRAC with and into SRA, with SRA surviving the merger (the "*Merger*"), pursuant to the terms specified in this Plan of Merger and the PBCL;

NOW, THEREFORE, SRA and SRAC, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of the Merger and of carrying the same into effect as follows:

1. **Identity of Constituent Corporations.** The names and outstanding shares of the constituent entities are as follows:

<u>Name</u>	<u>Outstanding Number and Class of Shares</u>	<u>Voting Rights</u>
Siemens Rail Automation Corporation (Surviving Entity)	1,000 Common Shares	Voting
Siemens Rail Automation Carborne Systems, Inc.	6,266 Common Shares	Voting

No classes are entitled to vote as a class in connection with this merger.

2. **The Merger.** At the Effective Time and in accordance with Sections 1921(b) and 1924(b)(1)(ii) of the PBCL and Section 253 of the DGCL, (a) SRAC will be merged with and into SRA, (b) the separate corporate existence of SRAC will cease, and (c) SRA will continue its corporate existence under the DGCL as the surviving corporation in the Merger (the "*Surviving Corporation*"). The Merger will have the effects set forth in this Plan of Merger and the applicable provisions of the PBCL and DGCL.

3. **Effect of Merger on Capital Stock.** At the Effective Time, (a) all shares of SRAC's common stock will be cancelled and cease to exist without any additional consideration therefore and (b) all shares of SRA's common stock will remain outstanding and unaffected by the Merger.


4. **Articles of Incorporation of SRA.** The Articles of Incorporation of SRA in effect immediately prior to the Effective Time shall be the Articles of the surviving entity.

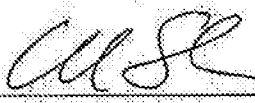
5. **Certificate of Merger.** To effect the Merger, SRA shall cause (a) a certificate of merger (the "*Certificate of Merger*") to be executed, acknowledged and filed with the Secretary of State of the Commonwealth of Pennsylvania in accordance with Sections 1926 and 1927 of the PBCL and (b) a certificate of ownership and merger (the "*Certificate*") to be executed, acknowledged and filed with the Secretary of State of the State of Delaware in accordance with Section 253 of the DGCL.

6. **Effective Time of the Merger.** The Merger will become effective at 12:01 A.M., Eastern Standard Time, on April 1, 2014 (the "*Effective Time*").

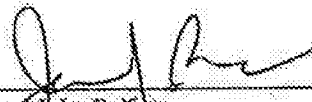
IN WITNESS WHEREOF, the parties hereto have caused their duly authorized representatives to execute this Plan of Merger as of the date first set forth above.


**SIEMENS RAIL AUTOMATION
CORPORATION**

By: 
Name: John Palling
Title: President and Chief Executive Officer

By: 
Name: Marsha Smith
Title: Vice President and Chief Financial
Officer

**SIEMENS RAIL AUTOMATION CARBORNE
SYSTEMS, INC.**

By: 
Name: John Palling
Title: President and Chief Executive Officer

By: 
Name: Marsha Smith
Title: Vice President and Chief Financial
Officer