

08-13-2003

FORM PTO-1594

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U.S. DEPARTMENT OF COMMERCE

(Rev. 10-02)

Patent and Trademark Office

102523655

To the Honorable Commissioner of Patents and Trademarks

ached original documents or copy thereof.

1. Name of conveying party(ies): 8-11-03
 Scott/Bacharach Instruments, LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Delaware Limited Liability Company

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: Scott Technologies, Inc.
 Internal Address: _____
 Street Address: One Chagrin Highlands
2000 Auburn Drive, Suite 400
 City: Beachwood State: Ohio ZIP: 44122

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)
 Additional name(s) and address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 11, 2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s) 2,000,224

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Kenneth D. Suzan
Hodgson Russ LLP
 Internal Address: Intellectual Property Law Section
 Street Address: One M&T Plaza, Suite 2000
 City: Buffalo State: NY ZIP: 14203-2391

6. Total number of applications and registrations involved: / 1 /

7. Total fee (37 CFR 3.41)..... \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
08-2442
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kenneth D. Suzan Kenneth D. Suzan August 7, 2003
 Name Of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document:
08/13/2003 ECDOPER 00000020 200224 3

01 FC:8521 40-00-00
 Mail documents to be recorded with required cover sheet information to:
 Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office,
 P.O. Box 1450, Alexandria, Virginia 22313-1450

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TRADEMARK REEL: 002799 FRAME: 0588

DEC-12-2001 17:34

P.02/05

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANY
INTO A
DOMESTIC CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Scott Technologies, Inc., a Delaware Corporation, and the name of the limited liability company being merged into this surviving corporation is Scott/Bacharach Instruments, LLC, a Delaware Limited Liability Company.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Scott Technologies, Inc.

FOURTH: The merger is to become effective on December 31, 2001

FIFTH: The Agreement of Merger is on file at One Chagrin Highlands, 2000 Auburn Dr., Suite 400 Beachwood, OH 44122, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 11 day of December, A.D. 2001

By: Rose Carter Scoff
Authorized Person

Name: Rose Carter Scoff

Print or Type Signature

Title: Assistant Secretary

CL92232.PDF

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 12/12/2001
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State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SCOTT/BACHARACH INSTRUMENTS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SCOTT TECHNOLOGIES, INC." UNDER THE NAME OF "SCOTT TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2008620 8100M

AUTHENTICATION: 1502489

010639461

DATE: 12-13-01