

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
National Filtration Systems, Inc.		12/22/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Clark-Reliance Corporation
Street Address:	16633 Foltz Parkway
City:	Strongsville
State/Country:	OHIO
Postal Code:	44149
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2593785	NFS
Registration Number:	2593786	NATIONAL FILTRATION SYSTEMS, INC.

CORRESPONDENCE DATA

Fax Number: (216)241-0816
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 216-622-8200
 Email: ipdocket@calfee.com
 Correspondent Name: Tara A. Kastelic
 Address Line 1: Calfee, Halter & Griswold LLP
 Address Line 2: 800 Superior Avenue, Suite 1400
 Address Line 4: Cleveland, OHIO 44114-2688

ATTORNEY DOCKET NUMBER:	03804/04078
NAME OF SUBMITTER:	Tara A. Kastelic

CH \$65.00 2593785

Signature:

/tak/

Date:

01/16/2009

Total Attachments: 3

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Delaware

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The First State

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 OWNERSHIP, WHICH MERGES:

"HYCOA INC.", A DELAWARE CORPORATION,

"MAGNE-SONIC CORPORATION", A DELAWARE CORPORATION,

"NATIONAL FILTRATION SYSTEMS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CLARK-RELIANCE CORPORATION" UNDER THE NAME OF "CLARK-RELIANCE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2005, AT 11:33 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005.

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

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051061024



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4404014

DATE: 12-27-05

TRADEMARK
REEL: 003920 FRAME: 0541

CERTIFICATE OF OWNERSHIP AND MERGER
OF

MAGNE-SONIC CORPORATION

HYCOA INC.

NATIONAL FILTRATION SYSTEMS, INC.

(Delaware corporations)

INTO

CLARK-RELIANCE CORPORATION

(a Delaware corporation)

It is hereby certified that:

1. Clark-Reliance Corporation, (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware,
2. The Corporation is the owner of all of the outstanding shares of the stock of Magne-Sonic Corporation, HYCOA Inc., and National Filtration Systems, Inc., which are also business corporations of the State of Delaware.
3. On December 22, 2005, the Board of Directors of the Corporation adopted the following resolutions to merge Magne-Sonic Corporation, HYCOA Inc., and National Filtration Systems, Inc., into the Corporation:

RESOLVED that Magne-Sonic Corporation, HYCOA Inc., and National Filtration Systems, Inc., (hereinafter sometimes referred to as "the Subsidiaries") be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of the Subsidiaries be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by the Subsidiaries in their names.

RESOLVED that this Corporation shall assume all of the obligations of the Subsidiaries.

RESOLVED that the officers of the Corporation be, and any one of them is, hereby directed to make, execute, and acknowledge a Certificate of Ownership and Merger in such form as may be required to effect the merger authorized herein under the laws of the State Delaware, and to file the same in the office of

the Secretary of State of Delaware, and to take such other actions as may be required to effect the merger under the laws of Delaware.

RESOLVED that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for, shall become effective shall be December 31, 2005 (hereinafter the "Effective Time of Merger").

RESOLVED that the terms and conditions of the Merger as contemplated by these resolutions of merger may be amended only by action taken at a meeting, or by unanimous written consent in lieu thereof, by the respective Board of Directors of the Corporation and the Subsidiary (hereinafter sometimes jointly referred to as the "Constituent Corporations"); provided, however, that there shall be no amendments which (a) alter or change any term of the Articles of Incorporation of the Corporation, except for a change of name of the Corporation; or (b) alter or change any of the terms and conditions of merger, as contemplated by these resolutions of merger if such alteration or change would adversely affect the holders of any class of stock or membership interest of any of the Constituent Corporations.

RESOLVED that, at any time prior to the Effective Time of Merger, the Merger may be abandoned by the respective Board of Directors of the Constituent Corporations, with the effect that all obligations of the Constituent Corporations relative to the Merger shall terminate and there shall be no liability or obligation of any Constituent Corporation relative thereto.

RESOLVED that the officers of the Corporation be and any one of the is hereby authorized and directed to take such additional actions as may be necessary or desirable to carry out the provisions of , or otherwise to effect the intent of, the foregoing resolutions.

Executed on December 22, 2005

CLARK-RELIANCE CORPORATION

By: 

Its: Dennis L. Pesek, CEO & President

{DELAWARE PARENT SUB (LB(243-2) DOC:2}