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03-31-2000

U.S. Department of Commerce
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PATENT

FORM PTO-1619A
Expires 06/30/99
OMB 0651-0027



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Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other _____

U.S. Government
(For Use ONLY by U.S. Government Agencies)

Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1) York Food Systems, Inc. Execution Date 12-17-96
Month Day Year

Second Party

Name (line 1) _____ Execution Date _____
Month Day Year

Name (line 2) _____

Receiving Party

Mark if additional names of receiving parties attached

Name (line 1) York International Corporation

Name (line 2) _____

Address (line 1) 631 South Richland Avenue

Address (line 2) _____

Address (line 3) York Pennsylvania 17403
City State/Country Zip Code

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

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Mail documents to be recorded with required cover sheet(s) information to:
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Name

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Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Application Number(s) or Patent Number(s) Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="5505293"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="5551251"/>	<input type="text"/>	<input type="text"/>
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If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number PCT PCT
only if a U.S. Application Number PCT PCT
has not been assigned.

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Jane G. Davis, Vice President
Name of Person Signing


Signature

2-16-00
Date

Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"YORK FOOD SYSTEMS CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "YORK INTERNATIONAL CORPORATION" UNDER THE NAME OF "YORK INTERNATIONAL CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 1996, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

02-10-00

DATE:

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
YORK FOOD SYSTEMS CORPORATION
(a Delaware corporation)

WITH AND INTO

YORK INTERNATIONAL CORPORATION
(a Delaware corporation)

In accordance with Section 253 of the
General Corporation Law of the State of Delaware

York International Corporation, a corporation duly organized and validly existing under and
by virtue of the laws of the State of Delaware (the "Corporation"), does hereby certify that:

FIRST: The Corporation owns all of the outstanding shares of the capital stock of
York Food Systems Corporation, a Delaware Corporation ("YFS").

SECOND: The Board of Directors of the Corporation, by unanimous written consent and
in accordance with Sections 141(t) and 253 of the General Corporation Law of the State of
Delaware, duly approved and adopted the following resolutions as of December 17, 1996,
authorizing the merger of YFS with and into the Corporation:

RESOLVED, that it is deemed advisable and in the best interests of the
Corporation that York Food Systems Corporation a Delaware corporation and a
wholly-owned subsidiary of the Corporation ("YFS"), be merged with and into the
Corporation.

FURTHER RESOLVED, that upon the effectiveness of the merger, the separate corporate existence of YFS shall thereupon cease, and the Corporation shall be the surviving corporation assuming all of the obligations and liabilities of YFS.

FURTHER RESOLVED, that the President or Vice President and Secretary or Assistant Secretary of the Corporation are hereby authorized and directed to execute a Certificate of Ownership and Merger, in the name and on behalf of the Corporation and under its corporate seal or otherwise, and to cause the same to be filed with the Secretary of State of Delaware, and to execute and deliver all such further instruments and documents relating thereto, which shall in their judgment be deemed necessary, proper, or advisable to consummate the merger.

FURTHER RESOLVED, that in order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, the proper officers of the Corporation are hereby authorized and directed to take all such further action, and to execute and deliver all such further instruments and documents, in the name and on behalf of the Corporation and under its corporate seal or otherwise, and to pay or provide for all such fees and expenses which shall in their judgment be deemed necessary, proper, or advisable.

THIRD: The Corporation shall be the surviving corporation of the merger.

FOURTH: The merger shall become effective on December 31, 1996.

IN WITNESS WHEREOF, the undersigned officers of the Corporation under penalties of perjury do hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true, and accordingly have hereunto signed this Certificate of Ownership and Merger this 17th day of December, 1996.

YORK INTERNATIONAL CORPORATION


By:



Dean T. DuCray
Vice President

Attest:

By:



Jane G. Davis
Secretary

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