

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/30/2003

**CONVEYING PARTY DATA**

Name	Execution Date
New Elliott Corporation	07/30/2003

**RECEIVING PARTY DATA**

Name:	Elliott Turbomachinery Co., Inc.
Street Address:	901 North Fourth Street
City:	Jeannette
State/Country:	PENNSYLVANIA
Postal Code:	15644

**PROPERTY NUMBERS Total: 1**

Property Type	Number
Patent Number:	5945013

**CORRESPONDENCE DATA**

Fax Number: (412)471-4094  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 412-471-8815  
 Email: webblaw@webblaw.com  
 Correspondent Name: Richard L. Byrne  
 Address Line 1: THE WEBB LAW FIRM  
 Address Line 2: 700 KOPPERS BUILDING, 436 SEVENTH AVENUE  
 Address Line 4: Pittsburgh, PENNSYLVANIA 15219

ATTORNEY DOCKET NUMBER:	0815-971130
NAME OF SUBMITTER:	Richard L. Byrne

Total Attachments: 3  
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# Delaware

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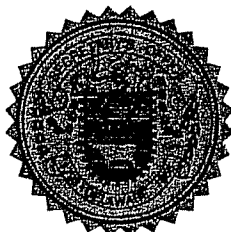
*The First State*

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:

"NEW ELLIOTT CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "ELLIOTT TURBOMACHINERY CO., INC." UNDER THE NAME OF "ELLIOTT COMPANY I", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JULY, A.D. 2003, AT 5:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF JULY, A.D. 2003, AT 5 O'CLOCK P.M.

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

2127087 8100M

AUTHENTICATION: 2557140

030495247

DATE: 07-30-03  
PATENT

REEL: 020762 FRAME: 0745

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERCING  
NEW ELLIOTT CORPORATION  
INTO  
ELLIOTT TURBOMACHINERY CO., INC.**

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New Elliott Corporation, a corporation organized and existing under the laws of the State of Delaware, pursuant to Section 253 of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That New Elliott Corporation was incorporated on the 17<sup>th</sup> day of November 1989, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That New Elliott Corporation owns all of the outstanding shares of the capital stock of Elliott Turbomachinery Co., Inc., a corporation incorporated on the 22<sup>nd</sup> day of May, 1987, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That it has been proposed that New Elliott Corporation, the sole stockholder of Elliott Turbomachinery Co., Inc., merge with and into Elliott Turbomachinery Co., Inc., with Elliott Turbomachinery Co., Inc. being the surviving corporation.

FOURTH: That pursuant to the Merger, the Certificate of Incorporation of the surviving corporation shall be amended as follows:

- (i) Article 1 shall be amended to read as follows: "The name of the corporation is Elliott Company I."
- (ii) Article 4 shall be amended to read as follows: "The total number of shares of stock which the corporation shall have authority to issue is ten thousand and the par value of each such share shall be one cent (5.01), amounting to an aggregate of \$100.00."

FIFTH: On July 30, 2003 the Board of Directors Elliott Turbomachinery Co., Inc. adopted the following resolutions to merge New Elliott Corporation into Elliot Turbomachinery Co., Inc:

NOW, THEREFORE, BE IT RESOLVED, that New Elliott be merged (the "Merger") with and into the Company, and that all of the estate, property, rights, privileges, powers and franchises of New Elliott be vested in and held and enjoyed by the Company as fully and entirely and without change or diminution as the same were before held and enjoyed by New Elliott in its name; and

RESOLVED FURTHER, that the Company shall assume all of the obligations of New Elliott; and

RESOLVED FURTHER, that the terms and conditions of the Merger are as follows:

Upon completion of the Merger, the holders of the shares of common stock, \$.01 par value, of New Elliott shall receive an equivalent number of common shares, \$.01 par value, of the Company and shall have no further claims of any kind or nature; and all of the issued and outstanding shares held by New Elliott shall be cancelled.

RESOLVED FURTHER, from and after the effective time of the Merger, the Certificate of Incorporation and the Bylaws of New Elliott shall be the Certificate of Incorporation and the Bylaws of the surviving corporation as in effect immediately prior to such effective time, with the following exception:

SIXTH: That the merger shall become effective under Delaware law at 5 pm on July 30, 2003.

IN WITNESS WHEREOF, New Elliott Corporation has caused this Certificate to be signed by Donal Maloney, its President, this 30th day of July 2003.

NEW ELLIOTT CORPORATION

By: 

Donal P. Maloney, President