## Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:			NEW ASSIGNMENT		
NATURE OF CONVEYANCE:			MERGER		
EFFECTIVE DATE:			11/29/2004		
CONVEYING PARTY DATA					
Ν			lame	Execution Date	
McGraw-Edison Company				11/29/2004	
RECEIVING PARTY DATA					
Name:	Cooper Industries, Inc.				
Street Address:	600 Travis Street, Suite 5800				
City:	Houston				
State/Country:	TEXAS				
Postal Code:	77002				
PROPERTY NUMBERS Total: 1					
Property Type			Number		
Patent Number: 648		64836	Number 2685		
CORRESPONDENCE DATA					
Fax Number:   (877)769-7945   000000000000000000000000000000000000					
Correspondence will be sent via US Mail when the fax attempt is unsuccessful. Phone: (202) 783-5070					
Email: jfh@fr.com					
Correspondent Name: John F. Hayden					
Address Line 1: Fish & RIchardson					
Address Line 2: P.O. Box 1022					
Address Line 4: Minneapolis, MINNESOTA 55440-1022					
ATTORNEY DOCKET NUMBER:			08215-0407001		
NAME OF SUBMITTER:			Lori L. Stewart		
Total Attachments: 5					
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### **COOPER INDUSTRIES, INC.**

### <u>CERTIFICATE</u>

The undersigned, Terrance V. Helz, Associate General Counsel and Secretary of Cooper Industries, Inc., an Ohio corporation (the "Corporation"), hereby certifies that he has been duly elected, qualified and is acting in such capacity and that, as such, he is familiar with the facts herein certified and is duly authorized to certify the same, and hereby further certifies that attached hereto as <u>Exhibit A</u>, is a true, correct and complete copy of the Certificate of Merger as filed with the Delware Secretary of State's office on November 30, 2004, providing for the merger of McGraw-Edison Company, a Delaware corporation, with and into the Corporation effective November 30, 2004.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand as of the \_\_\_\_\_ day of \_\_\_\_\_\_, 2005.

Terrance V. Helz

Associate General Counsel and Secretary

# EXHIBIT A

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Delaware

PAGE 1

# 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:

"MCGRAW-EDISON COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "COOPER INDUSTRIES, INC." UNDER THE NAME OF "COOPER INDUSTRIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF NOVEMBER, A.D. 2004, AT 7:03 O'CLOCK P.M.

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



3888590 8100m 040860704

Varriet Smith Windson

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 3511306

> DATE: 12-01-04 PATENT REEL: 021876 FRAME: 0287

State of Delaware Secretary of State Division of Corporations Delivered 07:12 PM 11/30/2004 FILED 07:03 PM 11/30/2004 SRV 040860704 - 2059181 FILE

#### CERTIFICATE OF OWNERSHIP AND MERGER

#### MERGING

#### McGraw-Edison Company

INTO

# Cooper Industries, Inc

Cooper industries, inc, a corporation organized and existing under the laws of the State of Ohio,

#### DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 8<sup>th</sup> day of January, 1919, pursuant to the General Corporation Law of the State of Ohio, the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of said state.

SECOND: That this corporation owns all of the outstanding shares of the stock of McGraw-Edison Company, a corporation incorporated on the 11<sup>th</sup> day of April, 1985, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members dated November 29, 2004 as filed with the minutes of the Board, determined to merge into itself said McGraw-Edison Company:

#### Merger with McGraw-Edison Company.

RESOLVED, that the Merger Agreement providing for the merger of McGraw-Edison Company, a Delaware corporation and wholly-owned subsidiary of the Corporation, with and into the Corporation be and hereby is authorized and approved;

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized to execute and deliver on behalf of the Corporation the Merger Agreement, substantially in the form and on the terms and conditions approved in the foregoing resolution, together with such additions, changes or amendments as such officer shall approve, his or her execution and delivery thereof to be conclusive evidence of such approval;

RESOLVED, that the merger shall become effective on November 30, 2004;

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RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized for and on behalf of the Corporation to prepare, execute and file a Certificate of Ownership and Merger as prescribed by the laws of the State of Delaware;

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized for and on behalf of the Corporation to prepare, execute and file a Certificate of Merger as prescribed by the laws of the State of Ohio; and

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized for and on behalf of the Corporation to execute and deliver any and all other documents and instruments, make any and all filings and to take any and all actions as in their judgment may be necessary, desirable or appropriate (their taking of any such action to be conclusive evidence thereof), in order to carry out the intent and purposes of the foregoing resolutions.

FOURTH: That this corporation survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of McGraw-Edison<sup>-</sup> Company as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is Cooper Industries, Inc., c/o General Counsel. 600 Travis. Suite 5800, Houston, TX 77002 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to Cooper Industries, inc., at the above address.

IN WITNESS WHEREOF, Cooper Industries, Inc. has caused this Certificate to be signed by Terrance V. Helz, its Associate General Counsel and Secretary this 29<sup>th</sup> day of November, 2004.

COOPER INDUSTRIES, INC.

Cerrance V. Helz Associate General Counsel and Secretary

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**RECORDED: 11/24/2008**