

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Nelson Industries, Inc.	12/16/2010
RECEIVING PARTY DATA	
Name:	Cummins Filtration Inc.
Street Address:	2931 Elm Hill Pike
City:	Nashville
State/Country:	TENNESSEE
Postal Code:	37214
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6250422
CORRESPONDENCE DATA	
Fax Number:	(317)822-9059
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	3173741458
Email:	ajusher@hotmail.com
Correspondent Name:	Arthur J. Usher IV
Address Line 1:	P.O. Box 44126
Address Line 4:	Indianapolis, INDIANA 46244-0126
ATTORNEY DOCKET NUMBER:	NELSON INDUSTRIES ASN
NAME OF SUBMITTER:	Walter P. Moore
Total Attachments: 13 source=ASNforUS6250422#page1.tif source=ASNforUS6250422#page2.tif source=ASNforUS6250422#page3.tif source=ASNforUS6250422#page4.tif source=ASNforUS6250422#page5.tif	

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PATENT ASSIGNMENT

WHEREAS Nelson Industries, Inc., a Wisconsin corporation, having an address at 1801 Hamilton Street, Stoughton, Wisconsin 53589 (hereinafter referred to as the "Assignor"), is currently the owner of the Letters Patents indicated below;

AND WHEREAS, the Assignor has assigned its entire right, title and interest in and to
U.S. Patent No. 6,250,422

additionally including any and all progeny applications and patents, both U.S. and foreign, based on or arising from the above named patent or application, including provisional, utility, design, plant and petty patent applications, and any and all divisions, continuations, continuations-in-part, substitutes, extensions, re-examinations and reissues thereof, herein referred to cumulatively as "the Patent", to Cummins Filtration Inc., an Indiana corporation, with an office at 2931 Elm Hill Pike, Nashville, Tennessee 37214 (hereinafter referred to as the "Assignee");

NOW THEREFORE, the Assignor and the Assignee hereby confirm that the Assignor has sold, assigned, transferred and set over to the Assignee, its entire (past, present and future) right, title and interest to the Patent in the United States; and Assignor hereby authorizes and requests the Commissioner of Patents of the United States, and any Official of any country foreign to the United States, whose duty it is to issue all Letters Patents for said improvements and all Letters Patents resulting from the Patent to Assignee.

IN TESTIMONY WHEREOF, the Assignor and Assignee have executed this Patent Assignment as of the 16th day of December, 2010.

NELSON INDUSTRIES, INC.
merged with and into surviving entity
Fleetguard, Inc.
Fleetguard, Inc. subsequently renamed
Cummins Filtration Inc.

By: 

Name: J. Bruce Schelkopf

Title: Chief Patent and Intellectual Property
Counsel of Cummins Inc.

Delegation of Authority
Pursuant to Corporate Policy No. CORP-00-12-01-00

The authority vested in me to approve and execute certain intellectual property documents, agreements, commitments, and contracts on behalf of Cummins Filtration Inc. and its affiliates is hereby temporarily delegated pursuant to Section 5.1 of Cummins Corporate Policy No. CORP-00-12-01-00 to J. Bruce Schelkopf, Chief Patent and Intellectual Property Counsel of Cummins Inc. This delegation of authority is without limitation for the period January 1, 2010 through and including December 31, 2011.

Signed:



Joseph Saoud

Title: President
 Cummins Filtration

Date:

03/16/10

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF AMENDMENT

of

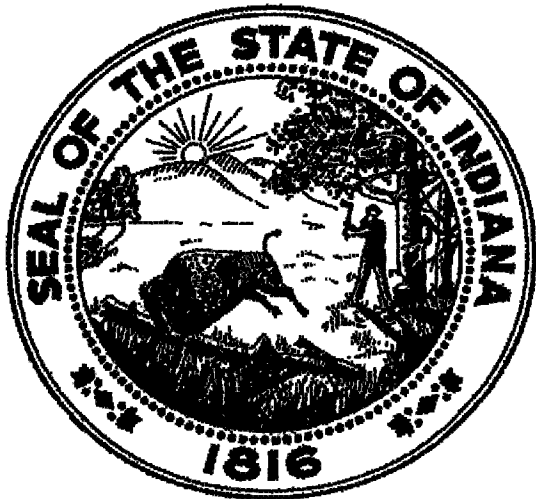
FLEETGUARD, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

CUMMINS FILTRATION INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, May 24, 2006.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, May 24, 2006.

A handwritten signature in black ink, reading "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

197312-426 / 2006052563856

MAY. 24. 2006 2:48PM

CORPORATION SERVICE COMPANY

197318-424

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION**State Form 38332 (R10/1-03)
Approved by State Board of Accounts, 1993**APPROVED
AND
FILED**TODD ROKTA
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. 8016
Indianapolis, IN 46204
Telephone: (317) 232-6576**INSTRUCTIONS:** Use 8 1/2" x 11" white paper for attachments.
Present original and one copy to address in upper right hand corner of this form.
Please TYPE or PRINT.
Please visit our office on the web at www.sos.in.gov

IND. SECRETARY OF STATE

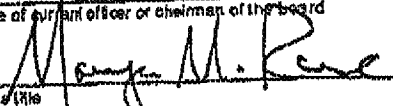

Indiana Code 23-1-38-1 et seq.
Filing Fee: \$30.00

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF	
Name of Corporation Fleetguard, Inc.	Date of Incorporation 12/21/1973
The undersigned officers of the above referenced Corporation (hereinafter referred to as the "Corporation") existing pursuant to the provisions of (indicate appropriate act) <input checked="" type="checkbox"/> Indiana Business Corporation Law <input type="checkbox"/> Indiana Professional Corporation Act of 1983 as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:	
ARTICLE I Amendment(s)	
The exact text of Article(s) of Incorporation is now as follows:	
(NOTE: If amending the name of corporation, write Article "I" in space above and write "The name of the Corporation is _____" below.) The name of the Corporation shall henceforth be Cummins Filtration Inc.	
ARTICLE II	
Date of each amendment's adoption: 5/23/2006	

(Continued on the reverse side)

05/24/2006 WED 14:13 [TX/RX NO 76731] 0006

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ARTICLE III Manner of Adoption and Vote	
Mark applicable section: NOTE - Only in limited situations does Indiana law permit an Amendment without shareholder approval. Because a name change requires shareholder approval, Section 2 must be marked and either A or B completed.	
<input type="checkbox"/> SECTION 1 This amendment was adopted by the Board of Directors or incorporators and shareholder action was not required.	
<input checked="" type="checkbox"/> SECTION 2 The shareholders of the Corporation entitled to vote in respect to the amendment adopted the proposed amendment. The amendment was adopted by: (Shareholder approval may be by either A or B.)	
A. Vote of such shareholders during a meeting called by the Board of Directors. The result of such vote is as follows:	
	Shares entitled to vote.
	Number of shares represented at the meeting.
	Shares voted in favor.
	Shares voted against.
B. Unanimous written consent executed on <u>May 23</u> , 20 <u>06</u> and signed by all shareholders entitled to vote.	
ARTICLE IV Compliance with Legal Requirements	
The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.	
I hereby verify, subject to the penalties of perjury, that the statements contained herein are true, this <u>23</u> day of <u>May</u> , 20 <u>06</u> .	
Signature of current officer or chairman of the board	Printed name of officer or chairman of the board
	Marya M. Rose
Signature of the Secretary	
	

**RESOLUTION AND CONSENT OF SHAREHOLDER OF
FLEETGUARD, INC.
APPROVING AMENDMENT TO ARTICLES OF INCORPORATION**

THE UNDERSIGNED, being the sole shareholder of Fleetguard, Inc., an Indiana corporation (the "Corporation"), hereby adopts the following resolution by this written consent consistent with the Business Corporation Law of the State of Indiana.

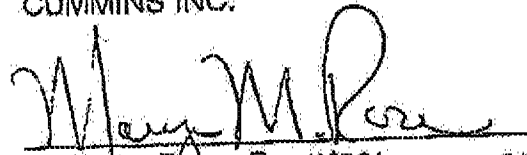
RESOLVED, that the Articles of Incorporation of this Corporation be amended by changing the First Article thereof so that as amended, said Article shall be and read as follows:

The name of this Corporation shall henceforth be Cummins Filtration Inc.

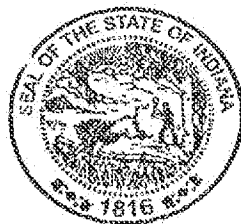
The Secretary of this Corporation is authorized to prepare and execute an official Certificate of Amendment to the Articles of Incorporation and file and record this certificate as required. The officers of this corporation are authorized to perform all necessary acts to carry out this resolution.

DATED: May 23, 2006

CUMMINS INC.


By: Marya M. Rose, Secretary

00-24-151 12-14-2007
12-14-2007 12:14:20



Gene Robinson
Secretary of State

State of Indiana
Office of the Secretary of State
I hereby certify that this is a true
and complete copy of the 10
page document filed in this office.

Dated 08/17/2006

By: John Kramer

This stamp replaces our previous
certification stamp.

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

FLEETGUARD, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

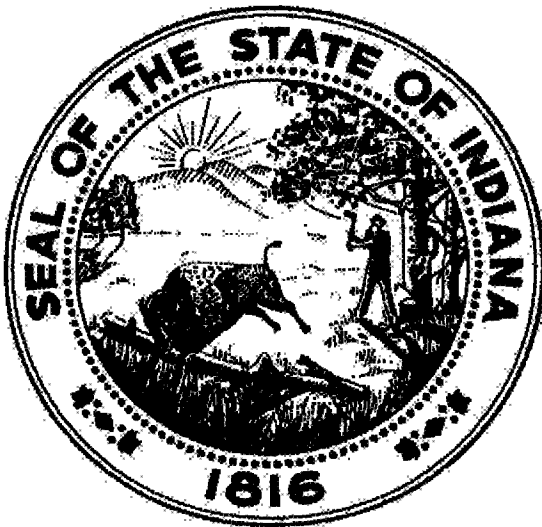
NELSON INDUSTRIES, INC.

a(n) Wisconsin For-Profit Foreign Corporation qualified in Indiana

merged with and into the surviving entity:

FLEETGUARD, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, January 02, 2002.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 26, 2001.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

197312-426 / 2001122732816

RECEIVED
INDIANA SECRETARY
OF STATE

**ARTICLES OF MERGER**

State Form 89086 (RS/2-97)

Approved by State Board of Accounts, 1996

SUSANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
502 W. Washington Street, Rm. 6018
Indianapolis, IN 46204
Telephone: (317) 232-6570

Indiana Code 23-1-40-1 et seq.

FILING FEE: \$90.00

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
Present original and two (2) copies to address in upper right corner of this form.
Please TYPE or PRINT.
Upon completion of filing the Secretary of State will issue a receipt.

ARTICLES OF MERGER / SHARE EXCHANGENelson Industries, Inc.

(hereinafter "the non surviving corporation(s)")

Fleetguard, Inc.

(hereinafter "the surviving corporation")

ARTICLE I. SURVIVING CORPORATION

The name of the corporation surviving the merger is: Fleetguard, Inc.
and such name ☐ has ☒ has not (designate which) been changed as a result of the merger.

a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on 12/21/73.

b. The surviving corporation is a foreign corporation incorporated under the laws of the State of _____ and ☐ qualified ☐ not qualified (designate which) to do business in Indiana.
If the surviving corporation is qualified to do business in Indiana, state the date of qualification: _____
(If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".)

ARTICLE II. NONSURVIVING CORPORATION(S)

The name, state of incorporation, and date of incorporation or qualification (if applicable) respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation	<u>Nelson Industries, Inc.</u>	
State of Domicile	<u>Wisconsin</u>	Date of incorporation or qualification in Indiana (if applicable)
Name of Corporation		
State of Domicile		Date of incorporation or qualification in Indiana (if applicable)
Name of Corporation		
State of Domicile		Date of incorporation or qualification in Indiana (if applicable)

ARTICLE III. PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

ARTICLE IV MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 2)

☐ Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☒ Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on December 15, 2001 and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)	Common			
NUMBER OF OUTSTANDING SHARES	1,000			
NUMBER OF VOTES ENTITLED TO BE CAST	1,000			
NUMBER OF VOTES REPRESENTED AT MEETING	1,000			
SHARES VOTED IN FAVOR	1,000			
SHARES VOTED AGAINST	-0-			

ARTICLE V MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2)

☐ Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☒ Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on December 15, 2001 and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)	Common			
NUMBER OF OUTSTANDING SHARES	2,594,844.368	→		
NUMBER OF VOTES ENTITLED TO BE CAST	2,594,844.368	→		
NUMBER OF VOTES REPRESENTED AT MEETING	2,594,844.368	→		
SHARES VOTED IN FAVOR	2,594,844.368	→		
SHARES VOTED AGAINST	-0-			

In Witness Whereof, the undersigned being the Secretary of the surviving

corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained

herein are true, this 15 day of December, 2001.

Signature Marya M. Rose Printed name Marya M. Rose, Secretary

EXHIBIT ARECEIVED
INDIANA SECRETARY
OF STATE

DEC 26 2001

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Merger Agreement") is made and executed as of December 15, 2001, by and between Fleetguard, Inc., an Indiana corporation (the "Surviving Corporation"), and Nelson Industries, Inc., a Wisconsin corporation (the "Nonsurviving Corporation").

WITNESSETH:

WHEREAS, the Surviving Corporation is a corporation duly incorporated and validly existing under the laws of the State of Indiana, with its address at 500 Jackson Street, Columbus, Indiana, 47201, with an authorized capital stock consisting of 1000 shares of common stock, without par value, of which 1000 shares have been duly issued and are now outstanding;

WHEREAS, the Nonsurviving Corporation is a corporation duly incorporated and validly existing under the laws of the State of Wisconsin, with its address at 3039 Shadyside Drive, Stoughton, Wisconsin, with an authorized capital stock consisting of 3,000,000 shares of common stock, with a par value of One Dollar (\$1.00) per share of common stock, of which 2,594,844.368 shares have been duly issued and are now outstanding;

WHEREAS, the Boards of Directors of the Surviving Corporation and the Nonsurviving Corporation have deemed it desirable and in the best interests of the Surviving Corporation and the Nonsurviving Corporation that the Nonsurviving Corporation be merged with and into the Surviving Corporation and have each, by resolutions duly adopted, approved this Merger Agreement and the Merger; and

WHEREAS, the sole shareholder of the Surviving Corporation and the Nonsurviving Corporation has approved this Merger Agreement and the Merger;

NOW THEREFORE, in consideration of the foregoing premises and the mutual covenants and agreements herein contained and for the purpose of prescribing the terms and conditions of the Merger, the manner and basis of converting the shares of the Surviving and Nonsurviving Corporation, and such other provisions as are deemed necessary or desirable, the parties have agreed, and do hereby agree, subject to the terms and conditions hereinafter set forth, as follows:

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ARTICLE I.

MERGER

Section 1.1. The Merger. In accordance with the applicable provisions of the laws of the State of Indiana and the State of Wisconsin, the Nonsurviving Corporation shall be merged with and into the Surviving Corporation. Upon consummation of the Merger, the corporate existence of the Surviving Corporation with all of its purposes, powers and objects shall continue unaffected and unimpaired by the Merger, the separate existence of the Nonsurviving Corporation shall cease, and the Surviving Corporation and the Nonsurviving Corporation shall be a single surviving corporation which shall be the Surviving Corporation.

Section 1.2. Effective Time of the Merger. The Merger shall become effective at 12:01 A.M., Indianapolis time on January 2, 2002 (hereinafter referred to as the "Effective Time").

Section 1.3. Legal Effect. At and after the Effective Time, the Surviving Corporation shall possess all of the rights, privileges, immunities, powers, franchises and assets of the Nonsurviving Corporation and shall be subject to all of the duties, obligations and liabilities of the Nonsurviving Corporation.

ARTICLE II.

CONVERSION OF SHARES

Section 2.1. Conversion. At the Effective Time of the Merger, by virtue of the Merger and without any action on the part of the holder thereof, all of the issued and outstanding common shares of the Nonsurviving Corporation shall be converted into one thousand (1000) common shares of the Surviving Corporation, and all of the authorized, previously issued and previously outstanding common shares of the Surviving Corporation shall remain unchanged as a result of the Merger.

ARTICLE III.

THE SURVIVING CORPORATION

Section 3.1. Name of Surviving Corporation. From and after the Effective Time, the name of the Surviving Corporation shall continue to be "Fleetguard, Inc."

Section 3.2. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the Effective Time, shall continue to be the Articles of Incorporation of the Surviving Corporation.

Section 3.3. Bylaws. The Bylaws of the Surviving Corporation, as in effect immediately prior to the Effective Time, shall continue to be the Bylaws of the Surviving Corporation until changed as therein provided.

Section 3.4. Directors and Officers. The directors and officers of the Surviving Corporation immediately prior to the Effective Time shall continue to be the directors and officers of the Surviving Corporation from and after the Effective Time. Such directors and officers shall serve until their respective successors are elected and qualified or until their earlier resignation, removal or death.

Section 3.5. Authorized Shares. The authorized number of shares of all classes of stock of the Surviving Corporation immediately prior to the Effective Time shall remain unchanged as a result of the Merger.

ARTICLE IV.

THE NONSURVIVING CORPORATION

Section 4.1. Effect on the Nonsurviving Corporation. At the Effective Time of the Merger, by virtue of the Merger and without any action on the part of the holder thereof, all of the issued and outstanding common shares of the Nonsurviving Corporation shall be converted into common shares of the Surviving Corporation as set forth in Article II hereof and the separate corporate existence of the Nonsurviving Corporation shall in all respects cease.

IN WITNESS WHEREOF, this Merger Agreement, having first been duly approved by resolutions of the respective Board of Directors of each corporation, is hereby executed on behalf of each of the Surviving Corporation and the Nonsurviving Corporation by their respective officers, all as of the date first above written.

FLEETGUARD, INC.

NELSON INDUSTRIES, INC.

By: 

By: 

Name: Rick J. Mills

Name: Rick J. Mills

Title: President

Title: President

l:/dow/mergers/fleetguard.nelson. agreement and plan of merger.doc

TOTAL P.06