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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date: Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 should be attached. (Designation must be a separate document from Assignmer t.)

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

704-331-5791

Name

Francis M. Pinckney

Address (line 1)

KENNEDY COVINGTON LOBDELL & HICKMAN LLP

Address (line 2)

4200 Bank of America Corporate Center

Address (line 3)

100 North Tryon Street

Address (line 4)

Charlotte, NC 28202-4006

Pages

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

six

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

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

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

691,272	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

one

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ *40.00*

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:

18-1215

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.

Francis M. Pinckney

Name of Person Signing



Signature

January 12, 1999

Date Signed

State of Delaware
Office of the Secretary of State PAGE 1

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 MERGER, WHICH MERGES:

"CHERRY-BURRELL CORPORATION", A RHODE ISLAND CORPORATION, WITH AND INTO "UNITED DOMINION INDUSTRIES, INC." UNDER THE NAME OF "UNITED DOMINION INDUSTRIES, INC.", 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. 1991, AT 9 O'CLOCK A.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0140232

DATE: 12-14-99

TRADEMARK
REEL: 002024 FRAME: 0292

**CERTIFICATE OF MERGER
OF DOMESTIC AND FOREIGN CORPORATIONS INTO
UNITED DOMINION INDUSTRIES, INC.**

SECRETARY OF STATE, State of Delaware:

The undersigned corporations, pursuant to the Delaware General Corporation law, hereby execute the following Certificate of Merger:

ARTICLE ONE

The two corporations proposing to merge are United Dominion Industries, Inc., a corporation organized under the laws of the State of Delaware, and Cherry-Burrell Corporation, a corporation organized under the laws of the State of Rhode Island.

ARTICLE TWO

The laws of the State of Delaware permit such merger.

ARTICLE THREE

The name of the surviving corporation is United Dominion Industries, Inc. and it is to be governed by the laws of the State of Delaware.

ARTICLE FOUR

The following Plan of Merger (the "Plan") was approved by the shareholders of the undersigned corporations in the manner prescribed by the laws of the State of Delaware:

THIS PLAN OF MERGER, dated July 22, 1991, adopted by the Boards of Directors and shareholders of UNITED DOMINION INDUSTRIES, INC. (hereinafter called "UDI") and CHERRY-BURRELL CORPORATION (hereinafter called "Cherry-Burrell").

W I T N E S S E T H:

1. UDI, the surviving corporation, is a Delaware corporation and has its principal office in Charlotte, North Carolina. The present authorized capital stock of UDI consists of 1,500,000 shares of Common Stock of the par value of \$1.00 each, of which 1,245,560 shares are issued and outstanding. Cherry-Burrell, the merging corporation, is a Rhode Island corporation and is a wholly-owned subsidiary of UDI. The present authorized capital stock of Cherry-Burrell consists of 8,000 shares of Common Stock of the par value of \$1.00 each, of which 1,000 shares are issued and outstanding.
2. Cherry-Burrell shall be merged into UDI pursuant to and with the effects provided in the applicable provisions of the Delaware General Corporation Law and the Rhode Island Business Corporation Act.
3. Upon the merger becoming effective, the separate corporate existence of Cherry-Burrell shall cease and the separate corporation existence of UDI shall continue unaffected and unimpaired by the merger; and UDI shall possess all of the rights, privileges, immunities, powers and franchises, as well of a public nature as of a private nature, of each of UDI and

Cherry-Burrell; and all property, real, personal and mixed, and all debts due on whatever account, and all other choses in action, and all and every other interest, of or belonging to or due to each of UDI and Cherry-Burrell theretofore shall be taken and deemed to be transferred to and vested in UDI without further act or deed, and the title to any real estate or any interest therein vested in UDI or Cherry-Burrell shall not revert or be in any way impaired by reason of such merger; and UDI shall thenceforth be responsible and liable for all the liabilities and obligations of each of UDI and Cherry-Burrell and any claim existing or action or proceeding, civil or criminal, pending by or against any of such corporations may be prosecuted as if such merger had not taken place, or UDI may be substituted in its place, and neither the rights of creditors nor any liens upon the property of UDI or Cherry-Burrell shall be impaired by such merger.

4. Upon the merger becoming effective, the shares of the Common Stock of UDI then issued and outstanding shall continue to be issued and outstanding with their same par value of \$1.00 per share, and the holders thereof shall retain their present rights therein, and no additional shares of the Common Stock of UDI shall be issued; and upon the merger becoming effective the shares of Common Stock of Cherry-Burrell then issued and outstanding shall not be converted into shares or other securities or obligations of UDI, but instead, shall without

any action of the part of the holder thereof, be cancelled and retired.

5. The persons constituting the Board of Directors of UDI upon the merger becoming effective shall continue to constitute the Board of Directors of UDI until their terms expire or until their successors are elected and qualified; and the Certificate of Incorporation and the Bylaws of UDI after the merger shall have become effective shall be the present Certificate of Incorporation and Bylaws of UDI.
6. A Certificate of Merger setting forth, among other things, this Plan of Merger, shall be delivered to the Secretary of State of Delaware and the Secretary of State of Rhode Island for filing, and upon the completion of such filing, the merger herein provided for shall be deemed fully effective.

ARTICLE FIVE

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such Plan, are as follows:

Name of Corporation	Number of Shares Outstanding	Entitled to Vote as a Class	
		Designation of Class	Number of Shares
Cherry-Burrell Corporation	1,000	Common Stock, \$1.00 per value per share	1,000
United Dominion Industries, Inc.	1,245,560	Common Stock, \$1.00 per value per share	1,245,560

ARTICLE SIX

As to each of the undersigned corporations, the total number of shares voted for and against such Plan, respectively, and, as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against such Plan, respectively, are as follows:

Name of Corporation	Total Voted For	Total Voted Against	Number of Shares		
			Entitled to Vote as a Class		
			Class	Voted For	Voted Against
Cherry-Burrell Corporation	1,000	0	Common Stock, \$1.00 par value per share	1,000	0
United Dominion Industries, Inc.	1,245,560	0	Common Stock \$1.00 par value per share	1,245,560	0

IN WITNESS WHEREOF, the undersigned corporations have caused this Certificate of Merger to be executed in their respective names by their respective Vice Presidents and Assistant Secretaries this the 29th day of August, 1991.

CHERRY-BURRELL CORPORATION

ATTEST:

Robert P. McKinney
Robert P. McKinney
Assistant Secretary

By: B. Bernard Burns Jr.
B. Bernard Burns, Jr.
Vice President

UNITED DOMINION INDUSTRIES, INC.

ATTEST:

Robert P. McKinney
Robert P. McKinney
Assistant Secretary

By: B. Bernard Burns Jr.
B. Bernard Burns, Jr.
Vice President