

05-22-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

102099675 TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

RELIANCE ELECTRIC INDUSTRIAL COMPANY

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: May 7, 2002

2. Name and address of receiving party(ies)

Name: RELIANCE ELECTRIC COMPANY

Internal

Address:

Street Address: 1 Allen-Bradley Drive

Mayfield

City: Heights State: OH Zip: 44124

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

See attached Exhibit A

B. Trademark Registration No.(s)

See attached Exhibit A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Alexander M. Gerasimow

Internal Address: Rockwell Automation, Inc.

Street Address: 1201 South 2nd Street

Dept. 704P-IP

City: Milwaukee State: WI Zip: 53204

6. Total number of applications and registrations involved:

77

7. Total fee (37 CFR 3.41).....\$ 1,940.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

01-0857

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

John M. Miller

Name of Person Signing

Signature

5-14-02

Date

Total number of pages including cover sheet, attachments, and document:

12

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

05/22/2002 GTOM11 00000017 010857 76325379

01 FC:481 40.00 CH 02 FC:482 1900.00 CH

TRADEMARK REEL: 2504 FRAME: 0841

EXHIBIT "A"
RELIANCE ELECTRIC COMPANY
U.S. Trademarks

<i>Country</i>	<i>Trademark</i>	<i>Application #</i> <i>Filing Date</i>	<i>Registration #</i> <i>Reg. Date</i>	<i>Status</i>	<i>Docket</i>
US	TCO APPRAISAL	76/325379 15-Oct-01		Pending	8258
US	TCO TOOLBOX	76/325378 15-Oct-01		Pending	8257
US	LIBERATOR	76/157878 01-Nov-00		Published	8034
US	POWER LEAN	76/331815 30-Oct-01		Published	8317
US	AUTOMAX	74/101152 28-Sep-90	1691252 09-Jun-92	Registered	7686
US	E-Z KLEEN	74/272211 04-May-92	1744283 05-Jan-93	Registered	7715
US	ENDURASEAL	73/196683 13-Dec-78	1146041 20-Jan-81	Registered	7708
US	FLEXALIGN	72374555 28-Oct-70	923176 02-Nov-71	Registered	8415
US	GRID-LIGN	73/634996 11-Dec-86	1450388 04-Aug-87	Registered	7704
US	GRUNT MAN (Design only)	74/406672 28-Jun-93	1877136 31-Jan-95	Registered	7717
US	LIFTPAK	74/215514 25-Oct-91	1756448 09-Mar-93	Registered	7664

Monday, May 13, 2002

Page 1 of 7

<i>Country</i>	<i>Trademark</i>	<i>Application #</i> <i>Filing Date</i>	<i>Registration #</i> <i>Reg. Date</i>	<i>Status</i>	<i>Docket</i>
US	LODE-SPHER	73/076078 03-Feb-76	1056471 18-Jan-77	Registered	7723
US	MAXUM	74/206761 25-Sep-91	1802565 02-Nov-93	Registered	7731
US	MINE DUTY EXTRA	75/326666 18-Jul-97	2527752 08-Jan-02	Registered	8254
US	PLS	73/338824 25-Nov-81	1231659 22-Mar-83	Registered	7728
US	QUANTIS	74/638420 27-Feb-95	2236938 06-Apr-99	Registered	7657
US	REEVES	71/693934 30-Aug-55	626517 08-May-56	Registered	7684
US	RELIALUBE	73/338483 23-Nov-81	1232516 29-Mar-83	Registered	7710
US	TIGER TORQUE	73/338863 25-Nov-81	1228399 22-Feb-83	Registered	7714
US	TYPE E-XTRA	74/249833 26-Feb-92	1899577 13-Jun-95	Registered	7697
US	ULTIMA	74/252230 05-Mar-92	1773418 25-May-93	Registered	7716
US	UNIFIED	74/341003 17-Dec-92	1938954 28-Nov-95	Registered	7676
US	V*S DESIGN	73/398290 30-Sep-82	1256758 08-Nov-83	Registered	7734
US	WEBPAK	76/053768 22-May-00	2509231 20-Nov-01	Registered	7832

Monday, May 13, 2002

Page 2 of 7

TRADEMARK
REEL: 2504 FRAME: 0843

<i>Country</i>	<i>Trademark</i>	<i>Application # Filing Date</i>	<i>Registration # Reg. Date</i>	<i>Status</i>	<i>Docket</i>
US	WEBPAKCS	76/100506 01-Aug-00	2509376 20-Nov-01	Registered	7833
US	AIRTROL	72/067247 06-Feb-59	682844 04-Aug-59	Renewed	7729
US	APEX	74/020427 19-Jan-90	1656597 10-Sep-91	Renewed	7698
US	AUTOMATE	72/401881 02-Sep-71	966419 21-Aug-73	Renewed	7692
US	BRONZOIL DESIGN	71/526985 05-Jul-47	513996 23-Aug-49	Renewed	7735
US	D DESIGN (IN DIAMOND)	71/190019 24-Dec-23	187136 29-Jul-24	Renewed	7705
US	DIAMOND "D"	71/526991 05-Jul-47	509245 03-May-49	Renewed	7661
US	DODGE	71/245191 04-Mar-27	240257 20-Mar-28	Renewed	7665
US	DODGE DESIGN (W/ DIAMOND)	71/205322 15-Nov-24	245508 14-Aug-28	Renewed	7662
US	DODGE DESIGN (W/ DIAMOND)	71/205323 15-Nov-24	244945 31-Jul-28	Renewed	7673
US	DODGE with Diamond Design	72241648 23-Mar-66	833946 22-Aug-67	Renewed	8422
US	DOUBLE-INTERLOCK	71/526992 05-Jul-47	523303 04-Apr-50	Renewed	7706
US	DUTY MASTER	72/116343 23-Mar-61	723808 14-Nov-61	Renewed	7689

Monday, May 13, 2002

Page 3 of 7

TRADEMARK
REEL: 2504 FRAME: 0844

<i>Country</i>	<i>Trademark</i>	<i>Application #</i> <i>Filing Date</i>	<i>Registration #</i> <i>Reg. Date</i>	<i>Status</i>	<i>Docket</i>
US	DYNA V DESIGN	72/061553 29-Oct-58	678404 12-May-59	Renewed	7707
US	DYNA-SYNC	73/036579 07-Nov-74	1016726 29-Jul-75	Renewed	7740
US	E-Z KLEEN	74/005376 27-Nov-89	1645797 28-May-91	Renewed	7733
US	FIRST LINE	74/036940 12-Mar-90	1624640 27-Nov-90	Renewed	7719
US	FLEXIDYNE	71/695081 21-Sep-55	627320 22-May-56	Renewed	7679
US	FLEXLINK	72/291772 23-Feb-68	895049 21-Jul-70	Renewed	7709
US	FLEXPAK	73/116059 16-Feb-77	1077311 15-Nov-77	Renewed	7674
US	IMPAK	73/116026 16-Feb-77	1079308 13-Dec-77	Renewed	7703
US	MASTER	71/668333 16-Jun-54	616783 29-Nov-55	Renewed	7722
US	MAXPAK	72/435785 15-Sep-72	976713 15-Jan-74	Renewed	7712
US	MOTO DRIVE	71/588657 01-Dec-49	540777 10-Apr-51	Renewed	7726
US	NYLIGN	72/374554 28-Oct-70	937529 11-Jul-72	Renewed	7718
US	PARA-FLEX	72/023299 28-Jan-57	654417 12-Nov-57	Renewed	7702

<i>Country</i>	<i>Trademark</i>	<i>Application #</i> <i>Filing Date</i>	<i>Registration #</i> <i>Reg. Date</i>	<i>Status</i>	<i>Docket</i>
US	POLY-DISC	72/404581 07-Oct-71	966446 21-Aug-73	Renewed	7701
US	POLY-FLEX	72/140431 22-Mar-62	749049 07-May-63	Renewed	7688
US	POLYBAND	72/235635 03-Jan-66	825315 07-Mar-67	Renewed	7685
US	R LOGO	72/387323 24-Mar-71	939779 01-Aug-72	Renewed	7693
US	RELIANCE	72/188030 05-Mar-64	782325 29-Dec-64	Renewed	7681
US	RELIANCE	71/570634 16-Dec-48	524233 18-Apr-50	Renewed	7680
US	ROLLING GRIP	71/668086 11-Jun-54	605766 10-May-55	Renewed	8079
US	ROLLING GRIP	71/526989 05-Jul-47	508669 12-Apr-49	Renewed	7682
US	SCHOOL OF TRANSMISSIONEERING	72/429401 10-Jul-72	981451 26-Mar-74	Renewed	7663
US	SERVICELINE	73/148247 11-Nov-77	1097308 25-Jun-78	Renewed	7670
US	SERVICELINE	73/059295 31-Jul-75	1040446 01-Jun-76	Renewed	7668
US	SERVICELINE	73/108703 06-Dec-76	1071711 23-Aug-77	Renewed	7669
US	SLEEVOIL DESIGN	71/526982 05-Jul-47	519161 27-Dec-49	Renewed	7660

Monday, May 13, 2002

Page 5 of 7

TRADEMARK
REEL: 2504 FRAME: 0846

<i>Country</i>	<i>Trademark</i>	<i>Application #</i> <i>Filing Date</i>	<i>Registration #</i> <i>Reg. Date</i>	<i>Status</i>	<i>Docket</i>
US	SOLIDLUBE	72/239754 28-Feb-66	841056 19-Dec-67	Renewed	7738
US	TAPER-LOCK	71/654723 14-Oct-53	594203 24-Aug-54	Renewed	7666
US	TAPER-LOCK	71/674142 01-Oct-54	610648 16-Aug-55	Renewed	7667
US	TIGEAR	74/411863 05-Jan-72	959778 29-May-73	Renewed	7721
US	TRANSMISSIONEER	72/333179 22-Jul-69	915794 29-Jun-71	Renewed	7732
US	TRANSMISSIONEERING SCHOOL	72/429402 10-Jul-72	980594 12-Mar-74	Renewed	7736
US	TRI-MATIC	72/412967 18-Jan-72	970066 09-Oct-73	Renewed	7720
US	UNIBRAKE	72/219817 26-May-65	809205 31-May-66	Renewed	7700
US	UNISPHERE	72/196954 02-Jul-64	801257 04-Jan-66	Renewed	7695
US	V S	71/597015 06-May-50	540882 10-Apr-51	Renewed	7678
US	V*S	73/082179 31-Mar-76	1048918 28-Sep-76	Renewed	7739
US	VARI-SPEED	73/054651 09-Jun-75	1034660 02-Mar-76	Renewed	7699
US	VARI-SPIN	71/687985 20-May-55	628613 12-Jun-56	Renewed	7694

Monday, May 13, 2002

Page 6 of 7

TRADEMARK
REEL: 2504 FRAME: 0847

<i>Country</i>	<i>Trademark</i>	<i>Application #</i>	<i>Registration #</i>	<i>Status</i>	<i>Docket</i>
		<i>Filing Date</i>	<i>Reg. Date</i>		
US	VIA VISA	72/386007	931502	Renewed	7687
		28-Mar-72	28-Mar-72		

Monday, May 13, 2002

Page 7 of 7

TRADEMARK
REEL: 2504 FRAME: 0848

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:

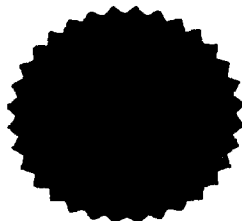
"RELIANCE ELECTRIC COMPANY", A DELAWARE CORPORATION, WITH AND INTO "RELIANCE ELECTRIC INDUSTRIAL COMPANY" UNDER THE NAME OF "RELIANCE ELECTRIC COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF MAY, A.D. 2002, AT 4 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF MAY, A.D. 2002, AT 5 O'CLOCK P.M.

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

2112241 8100M

020292242



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1764998

DATE: 05-08-02

TRADEMARK
REEL: 2504 FRAME: 0849

MAY-07-2002 14:17

CT SYSTEM

STATE OF DELAWARE 02
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 05/07/2002
020292242 - 2112241

**CERTIFICATE OF OWNERSHIP AND MERGER
MORGING
RELIANCE ELECTRIC COMPANY
INTO
RELIANCE ELECTRIC INDUSTRIAL COMPANY**

**Pursuant to Section 253 of the
General Corporation Law of the State of Delaware**

RELIANCE ELECTRIC COMPANY, a corporation organized and existing under the laws of Delaware ("Parent"), DOES HEREBY CERTIFY THAT:

FIRST: Parent is a corporation organized and existing under the General Corporation Law of the State of Delaware, and its Certificate of Incorporation was filed in the Office of the Secretary of State of Delaware on December 12, 1986. Parent was incorporated under the name Reliance Acquisition Corporation.

SECOND: Reliance Electric Industrial Company ("REIC") is a corporation organized and existing under the General Corporation Law of the State of Delaware and its Certificate of Incorporation was filed in the Office of the Secretary of State of Delaware on December 22, 1986. REIC was incorporated under the name REC Acquisition Corporation.

THIRD: Parent owns 100% of the outstanding shares of Common Stock of REIC, which is the only class of stock of REIC outstanding.

MAY-07-2002 14:17

CT SYSTEM

312 345 4344 P.03

FOURTH: Parent, by the following resolutions of its Board of Directors duly adopted by unanimous written consent dated April 30, 2002, determined to merge itself into and with REIC:

RESOLVED, that effective at the Effective Time (as hereinafter defined), but subject to the approval of Rockwell Automation, Inc., the sole stockholder of the Corporation, the Corporation, which is the owner of all the outstanding stock of Reliance Electric Industrial Company, a Delaware corporation ("REIC"), be merged into and with REIC upon the terms and conditions set forth below, with REIC being the surviving corporation (the "Surviving Corporation") following such merger, in a reorganization pursuant to Internal Revenue Code Section 368(a)(1)(D); and further

RESOLVED, that the terms and conditions of such merger shall be as follows:

(a) At the Effective Time, by virtue of the merger and without any action on the part of the Corporation or REIC:

(1) REIC shall succeed to all of the rights, privileges, powers, franchises, patents, trademarks, licenses, registration and other property and assets of every kind and description of the Corporation, and REIC shall assume all of the liabilities of the Corporation, including without limitation, the Corporation's obligations under the Indenture dated as of April 1, 1993 between Reliance Electric Company and Deutsche Bank Trust Company Americas (formerly known as Bankers Trust Company), as Trustee, as supplemented by the First Supplemental Indenture dated as of April 14, 1993.

(2) Each outstanding share of Common Stock of REIC owned by the Corporation shall be cancelled with no payment being made with respect thereto.

(3) Each outstanding share of Common Stock of the Corporation shall be converted into and become one fully paid and nonassessable share of Common Stock of the Surviving Corporation and the Surviving Corporation will continue as a wholly-owned subsidiary of Rockwell Automation, Inc.

(b) Subject to approval of such merger by the Corporation's sole stockholder, such merger shall be effective at 5:00 p.m. (EDT) on May 7, 2002 (the "Effective Time").

(c) The Certificate of Incorporation and Bylaws of REIC in effect at and as of the Effective Time will be the Certificate of Incorporation and Bylaws of the Surviving Corporation upon and following the merger, provided that on the Effective Date, Paragraph 1 of the Certificate of Incorporation of the Surviving Corporation shall be amended in its entirety to read as follows:

"1. Name. The name of the Corporation is Reliance Electric Company".

(d) The directors and officers of REIC in office at and as of the Effective Time will be the directors and officers of the Surviving Corporation upon and following the merger and shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified; and further

RESOLVED, that it is hereby directed that the merger be submitted to the sole stockholder of this Corporation for its consideration and approval by written consent; and further


RESOLVED, that the appropriate officers of this Corporation be, and each of them hereby is, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge the Corporation into and with REIC, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

FIFTH: The merger of Parent into and with REIC has been approved by the sole stockholder of Parent by written consent dated May 7, 2002 in accordance with Sections 253 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Reliance Electric Company has caused this Certificate of Ownership and Merger to be signed by its officers thereunto duly authorized this 7th day of May, 2002.

RELIANCE ELECTRIC COMPANY

By: 
W. J. Calise, Jr.
Vice President

Attest: 
K. A. Balistreri
Secretary

08085