

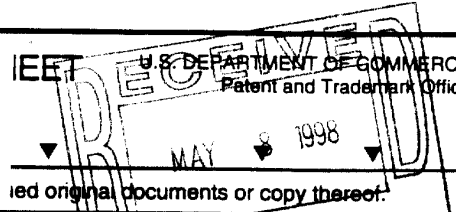
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05-21-1998

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)



Tab settings

To the Honorable Commissioner of Patents

100716663

Send original documents or copy thereof.

1. Name of conveying party(ies):

PREMIER INDUSTRIAL CORPORATION

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

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

3. Nature of conveyance:

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

Execution Date: April 11, 1996

2. Name and address of receiving party(ies)

Name: PREMIER FARNELL CORP.

Internal Address: P.O. Box 94884

Street Address: 4500 Euclid Avenue

City: Cleveland State: Ohio ZIP: 44103

- 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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,685,052 SUPERTANIUM (and Design)

Additional numbers attached?  Yes  No

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

Name: JACQUELINE M. O'BRIEN

Internal Address: JONES, DAY, REAVIS & POGUE  
North Point

Street Address: 901 Lakeside Avenue

City: Cleveland State: Ohio ZIP: 44114

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account if under payment or over payment

8. Deposit account number:

10-1202

(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.

Jacqueline M. O'Brien  
Name of Person Signing

Jacqueline M O'Brien  
Signature

5/15/98  
Date

Total number of pages including cover sheet, attachments, and document: 6

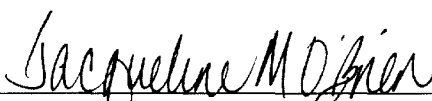
05/21/1998 TIME 16:55:05 01 FC-01

**CERTIFICATION**

The attached Certificate from the Office of the Secretary of State of the State of Delaware certifies that PREMIER INDUSTRIAL CORPORATION, a corporation of the State of Ohio, has merged into a surviving corporation that is named PREMIER FARNELL CORP., a corporation of the State of Delaware.

I hereby certify that the attached Certificate is a true and exact copy of the original.

STATE OF OHIO                    )  
  ) ss.  
COUNTY OF CUYAHOGA        )

  
\_\_\_\_\_  
Jacqueline M. O'Brien - Notary Public

Date: May 1, 1998

My Commission Expires:

\_\_\_\_\_  
**JACQUELINE M. O'BRIEN**  
Notary Public, State of Ohio, Cuy. Co.  
My Commission Expires Aug. 2, 1999

Office of the Secretary of State

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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:

"PREMIER INDUSTRIAL CORPORATION", A OHIO CORPORATION,  
WITH AND INTO "FAC DELAWARE CORP." UNDER THE NAME OF  
"PREMIER FARNELL CORP.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE THE ELEVENTH DAY OF APRIL, A.D. 1996, AT 9:37  
O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

2582903 8100M

981084494

AUTHENTICATION:

8953758

DATE:

TRADEMARK 05-98

REEL: 1728 FRAME: 0056

**CERTIFICATE OF MERGER**  
**OF**  
**PREMIER INDUSTRIAL CORPORATION**  
**INTO**  
**FAC DELAWARE CORP.**

(Pursuant to Section 252 of  
the General Corporation Law of the State of Delaware)

\* \* \* \* \*

The undersigned does hereby certify that:

**FIRST:** The name and state of incorporation of  
each of the constituent corporations is as follows:

<u>NAME</u>	<u>State of Incorporation</u>
Premier Industrial Corporation	Ohio
FAC Delaware Corp.	Delaware

**SECOND:** An Agreement and Plan of Merger (the  
"Agreement") dated as of January 23, 1996, among Farnell  
Electronics PLC, an English public limited company, FAC  
Delaware Corp. and Premier Industrial Corporation has been  
approved, adopted, certified, executed and acknowledged by  
each of the constituent corporations in accordance with the  
requirements of Section 252(c) of the General Corporation  
Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is  
FAC Delaware Corp.

TRADEMARK

**FOURTH:** The certificate of incorporation of FAC Delaware Corp. shall be the certificate of incorporation of the surviving corporation, except that the following amendment to the certificate of incorporation of the surviving corporation is to be effected by the merger: The name of the surviving corporation, FAC Delaware Corp., shall be changed to "Premier Farnell Corp."; therefore the first article of the certificate of incorporation of the surviving corporation shall read "FIRST: The name of the corporation is "Premier Farnell Corp."."

**FIFTH:** The executed Agreement is on file at the principal place of business of the surviving corporation at 4300 Euclid Avenue, P.O. Box 94886, Cleveland, Ohio 44101-4886.

**SIXTH:** A copy of the Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** The authorized capital stock of Premier Industrial Corporation is 101,500,000 shares, consisting of 1,500,000 shares of Serial Preferred Stock of the par value of \$1 each and 100,000,000 shares of Common Stock without par value.

**EIGHTH:** This Certificate of Merger shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has caused  
this instrument to be duly executed by its authorized  
officers.

Dated: April 11, 1998

FAC Delaware Corp.

By *A.C.F.*  
Name: Andrew C. Fisher  
Title: Vice President

Witness:

*[Signature]*  
Name: *[Illegible]*  
Title: *[Illegible]*

04/10/98 WED 10:16 [TEL/RE NO 5721] @002

