

08-07-1998

Tab settings



To the Honorable Commissioner of Pa

100787103

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Weigh-Tronix Acquisition Corp.

NRD
8-3-98

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

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

2. Name and address of receiving party(ies):

Name: Weigh-Tronix, Inc.

Internal Address: AUG 5 1998

Street Address: 1000 N. Armstrong Drive

City: Fairmont State: MN ZIP: 56031

- 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

3. Nature of conveyance:

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

Execution Date: June 23, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1300189

Additional numbers attached? Yes No

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

Name: Margaret M. Powers, Esq.

Internal Address: Gray Cary Ware &

Freidenrich LLP

Street Address: 400 Hamilton Avenue

City: Palo Alto State: CA ZIP: 94301

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-1907

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

08/07/1998 SMITH 00000012 071907 1300189

DO NOT USE THIS SPACE

FC-181 40.00 CH

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.

Margaret M. Powers

Name of Person Signing

Margaret M. Powers
Signature

August 3, 1998
Date

Total number of pages including cover sheet, attachments, and document: 3

State of Delaware
Office of the Secretary of State

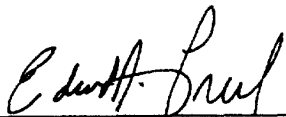
PAGE 1

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 AMENDMENT OF "WEIGH-TRONIX ACQUISITION CORP.", CHANGING ITS NAME FROM "WEIGH-TRONIX ACQUISITION CORP." TO "WEIGH-TRONIX, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JULY, A.D. 1998, AT 9 O'CLOCK A.M.

2858310 8100

981287143




Edward J. Freel, Secretary of State
9214370

AUTHENTICATION: 07-23-98

DATE:
TRADEMARK

REEL: 1764 FRAME: 0248

CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
WEIGH-TRONIX ACQUISITION CORP.

Pursuant to Section 242
of the General Corporation Law of
the State of Delaware

Weigh-Tronix Acquisition Corp. (the "Corporation"), organized and existing under and
by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Sole Director of Said Corporation, adopted the
following resolution proposing and declaring advisable the
following amendment to the Certificate of Incorporation of the
Corporation.


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

"The name of the corporation is Weigh-Tronix, Inc."

SECOND: That the Stockholders of the Corporation, by written consent,
have agreed to the Amendment of the First Article of the Certificate of
Incorporation.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to
be signed by its President this 23 th day of June, 1998.

WEIGH-TRONIX ACQUISITION CORP.

By: 
John J. McCann, III
Vice President

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