

9-3-98

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0041

RECORDABLE TRADEMARK COVER SHEET 09-24-1998

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Honor of [Tra] [Barcode] [Barcode] al documents or copy thereof.

1. Name of conveying party(ies): 09-03-1998 Pettibone Co. U.S. Patent & TMO/TM Mail Rcpt Dt. #34

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: March 31, 1997

100837679 Name: Heisley Holding, Inc. Internal Address: Street Address: 4225 Naperville Road / Suite 200 City: Lisle State: Illinois ZIP: 60532-3657

4. Application number(s) or Registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,510,678

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Susan N. McFee, Esq. Internal Address: Street Address: McDERMOTT, WILL & EMERY 227 West Monroe Street City: Chicago State: IL ZIP: 60606-5096

6. Total number of applications and registrations involved: 1 7. Total Fee (37 CFR 3.41) \$ 40.00 8. Deposit account number: 13-0206

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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. Susan N. McFee Signature September 1, 1998 Date

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

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks Box Assignments Arlington, VA 22202

TRADEMARK REEL: 1790 FRAME: 0814

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 "PETTIBONE CORPORATION", CHANGING ITS NAME FROM "PETTIBONE CORPORATION" TO "HEISLEY HOLDING, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 1997, AT 11 O' CLOCK A.M.

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



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8399365
DATE: 04-01-97

TRADEMARK
REEL: 1790 FRAME: 0815

CERTIFICATE OF AMENDMENT
OF THE
RESTATED CERTIFICATE OF INCORPORATION
OF
PETTIBONE CORPORATION

* * *

The undersigned, Executive Vice President of PETTIBONE CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY THAT:

FIRST: That resolutions of the Board of Directors of the Corporation were duly adopted by unanimous written consent setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting the amendment to the stockholders of the Corporation for their consideration by means of written consent. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article First of the Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"First: The name of the Corporation is Heisley Holding, Inc."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the officers of the Corporation obtained the written consent of the stockholders of the Corporation in accordance with Section 228 of the Delaware General Corporation Law.

THIRD: That the amendment was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, PETTIBONE CORPORATION has caused this certificate to be executed by its Executive Vice President this 31st day of March, 1997.

PETTIBONE CORPORATION

By 

Larry W. Gies
Executive Vice President