09-29-1998 FORM PTO-1594 **ER SHEET** U.S. DEPARTMENT OF COMMERCE (Rev. 6-93) Patent and Trademark Office OMB No. 0651-0011 (exp. 4/94) 100840665 To the Honorable Commissioner of matents and Trademarks: Please record the attachedogriginal occurpants or copy thereof. 2. Name and address of receiving party(ies): 1. Name of conveying party(ies): Name: Heisley Holding, Inc. Pettibone Corporation Internal Address: Individual(s) Association General Partnership Limited Partnership Street Address: 4225 Naperville Road / Suite 200 Corporation-Delaware City: Lisle State: Illinois ZIP: 60532-3657 Other Additional name(s) of conveying party(ies) attached? 3. Nature of conveyance: Individual(s) citizenship\_\_\_\_ Association Merger Assignment General Partnership Security Agreement Change of Name Limited Partnership Other \_\_\_ Corporation- Delaware Execution Date: March 31, 1997 If assignee is not domiciled in the United States, a domestic representative designation is ⊥<sub>Yes</sub> ✓ <sub>No</sub> (Designations must be a separate document from assignment) dditional name(s) & address(es) attached? 4. Application number(s) or Registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 784,382 2,056,430 Additional numbers attached? Yes No 5. Name and address of party to whom correspondence 6. Total number of applications and registrations involved: concerning document should be mailed: Name: Susan N. McFee, Esq. Internal Address: 7. Total Fee (37 CFR 3.41) . . . . . . . . . . . . . \$ 65.00 L Enclosed Authorized to be charged to deposit account Street Address: McDERMOTT, WILL & EMERY 8. Deposit account number: 227 West Monroe Street 13-0206 State: IL ZIP: 60606-5096 City: Chicago /2A/1998 JSHABAZZ 00000157 130206 784382 (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

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

of the original document.

Name of Person Signing

Susan N. McFee

Assistant Commissioner for Trademarks
Box Assignments
Arlington, VA 22202

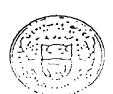
Total number of pages including cover sheet, attachments, and document: L

September 17, 1998

## Office of the Secretary of State

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 FORHARDED TO



Edward J. Freel, Secretary of State

ий индитупном:

8399365 04-01-97

TRADEMARK REEL: 1793 FRAME: 0040

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STATE OF DELAHASE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AY 04/01/177
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## CERTIFICATE OF AMENDMENT OF THE RESTATED CERTIFICATE OF INCORPORATION OF PETTIBONE CORPORATION

The undersgined, 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

Larry W. Glec

Executive Vice Prenident

TRADEMARK REEL: 1793 FRAME: 0041