

MED 10-7-98

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TRADE



10-13-1998

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

1. Name of conveying party(ies):

Napp Systems (USA) Inc.

- Individual(s)
- General Partnership
- Corporation-State IOWA
- Other

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

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

1000 OCT - 7 PM 2:36

Name: **Napp Systems, Inc. / FINANCE**

Internal Address: _____

Street Address: **260 South Pacific Street**

City: **San Marcos** State: **CA** ZIP: **92069**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation State **IOWA**
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached. **N/A** Yes No

(Designations must be a separate document from assignment)

Additional name(s) & addresses attached? **N/A** Yes No

3. Nature of conveyance:

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

Execution Date: **July 5, 1988**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,101,236

Additional numbers attached? ? Yes No

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

Name: **Mary B. Scott, Esq.**

Gray Cary Ware & Freidenrich

Street Address: **401 B Street, Suite 1700**

City: **San Diego** State: **CA** ZIP: **92101-4297**

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 REQUIRED)

8. Deposit account number:

07-1895

(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.

Mary B. Scott, Esq.

Name of Person Signing

Mary B Scott
Signature

10/6/98
Date

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

10/09/1998 TTU111 0000027 110236 40.00 CP 01 FT:48

IOWA

C099799

SECRETARY OF STATE

RESTATED CERTIFICATE OF INCORPORATION

JULY 5, 1988

NAPP SYSTEMS INC.

HAS FILED RESTATED ARTICLES OF INCORPORATION UNDER THE PROVISIONS OF CHAPTER 496A, 1987 CODE OF IOWA, EFFECTIVE JULY 5, 1988,

CHANGING CORPORATE TITLE FROM NAPP SYSTEMS (USA) INC.



Elaine Baxter

SECRETARY OF STATE



000 JUL 28 PM 4:29

13056-88

29388
Scott

\$15.00 paid

[Signature]
RECEIVED
OFFICE OF THE
SECRETARY OF STATE

07058814231001001 120946ART SDS \$50.00

RESTATED ARTICLES OF INCORPORATION
OF
NAPP SYSTEMS INC.

TO: The Secretary of State
of the State of Iowa:

Pursuant to the provisions of Section 61 of the Iowa Business Corporation Act, the undersigned corporation adopts the following Restated Articles of Incorporation:

- I. The name of the corporation is:
NAPP SYSTEMS INC. Its name prior to the adoption of these Restated Articles of Incorporation was: NAPP SYSTEMS (USA) INC.
- II. The period of existence of the corporation commenced on the 17th day of July, 1972, and its duration is perpetual.
- III. The purpose which the corporation is authorized to pursue is the transaction of any or all lawful business for which the corporation may be incorporated under the Iowa Business Corporation Act.
- IV. The aggregate number of shares which the corporation has authority to issue is 5,000,000, of the par value of \$1.00 per share, of one class, designated as common shares.

Each share shall entitle the holder thereof to the same rights and privileges except that as long as Nippon Paint Co., Ltd., a Japanese corporation ("Nippon") and Lee Enterprises, Incorporated, a Delaware corporation ("Lee") own the same number of common shares with the corporation and such shares constitute all the issued and outstanding common shares of the corporation:

One-half of the Directors of the corporation shall be chosen from nominees designated by Nippon, and one-half of the Directors shall be chosen from nominees designated by Lee. The presence of four Directors at a meeting, two of which are nominees of Nippon and two of which are nominees of Lee, shall constitute a quorum at meetings of the Board of Directors.

The shareholders may jointly elect the President of the corporation as an additional director. Such directorship shall be vacated if, during his annual term of office, he shall cease to be President of the corporation. As director, he shall be entitled to vote on all questions coming before the Board except those as to which either the directors who are nominees of Nippon, or are nominees of Lee, shall request that he not vote or that his vote, if given, not be counted.

V. These Restated Articles of Incorporation:

(1) Shall set forth the provisions of the Articles of Incorporation of the corporation as heretofore and hereby amended;

(2) Have been duly adopted as required by law, and

(3) On the effective date hereof will supersede all the original Articles of Incorporation of the corporation and all amendments thereto (including the prior Restated Articles of Incorporation).

DATED: July 1, 1988.

NAPP SYSTEMS (USA) INC.

By Richard W. Sauerbrey
Chairman of the Board of Directors



(Corporate Seal)

ATTEST:

[Signature]
Secretary

STATE OF IOWA)
) SS:
COUNTY OF SCOTT)

I, RICHARD W. SONNENFELDT, being first duly sworn on oath, depose and state that I am the Chairman of the Board of Directors of NAPP SYSTEMS (USA) INC., and that I executed the foregoing Restated Articles of Incorporation as the Chairman of the Board of Directors of said corporation, and that the statements contained therein are true.

Richard W. Sonnenfeldt
Richard W. Sonnenfeldt

Subscribed and sworn to before me this July 1st day of 1988.

C D Waterman Jr
Notary Public in and for the State of Iowa



OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA	
This instrument recorded in Book _____	Page <u>July 5, 1988</u>
Expires <u>perp</u>	CO 99799 Receipt No
Filed by <u>Lane + Waterman 600 Davenport Bldg. Davenport Ia</u>	
Filing Fee <u>\$50.00</u>	Secretary of State <u>Gene Baxter</u> 52801

attn: C D Waterman Jr.

Mark: NAPPFLEX

Class: 7

Docket: T02731US0

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark: NAPPFLEX)
)
 Registrant: Napp Systems (USA), Inc.)
)
 Reg. No.: 1,101,236)
)
 Issued: September 5, 1978)
)
 Class: 7)
)

NO FEE
 Assistant Commissioner for Trademarks
 2900 Crystal Drive
 Arlington, VA 22202-3513

DECLARATION

In accordance with TMEP § 503.05(a), the undersigned hereby declares that he is properly authorized to execute this document on behalf of the Applicant; and that he believes to the best of his knowledge and belief that the copy of the Restated Certificate of Incorporation submitted herewith is a true copy of the original executed document entitled Restated Certificate of Incorporation.

Napp Systems, Inc.

Date: October 7, 1998

Gerald O. Miller
 Gerald Miller
 Vice President and Chief Financial Officer

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