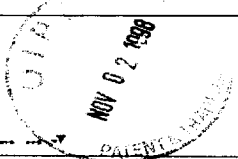




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Tab settings

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

1. Name of conveying Party(ies):
Burlington Environmental Inc

Individual(s) Association
 General partnership Limited Partnership
 Corporation-State of Missouri
 Other _____

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

2. Name and address of receiving Party(ies)
Name: Philip Environmental Services Corp.

Internal Address: _____
Street Address: 210 West Sand Bank Road
City: Columbia State: IL ZIP: 62236

Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of Missouri
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 17, 1995

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

A. Trademark Application No.(s)
11/09/1998 DNGUYEN 00000236 1700962

B. Trademark Registration No's

1.700,962
1.729,155
1.776,923

01 FC:4A1 40.00
02 FC:4A2 60.00
Additional numbers attached? Yes No

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

Name: Lara A. Holzman, Esq.
Internal Address: Bryan Cave LLP
Street Address: 245 Park Avenue
City: New York State: NY ZIP: 10167

6. Total Number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):.....\$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit Account number:
02-4467

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

DO NOT USE THIS SPACE

9. State 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.

Lara A. Holzman, Esq.
Name of Person Signing

Signature

Nov. 2, 1998
Date

Total number of pages including this cover sheet and any attachments: 4

Do not detach this portion

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK

REEL: 1810 FRAME: 0551

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State
CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

WHEREAS,

PHILIP ENVIRONMENTAL SERVICES CORPORATION

FORMERLY,

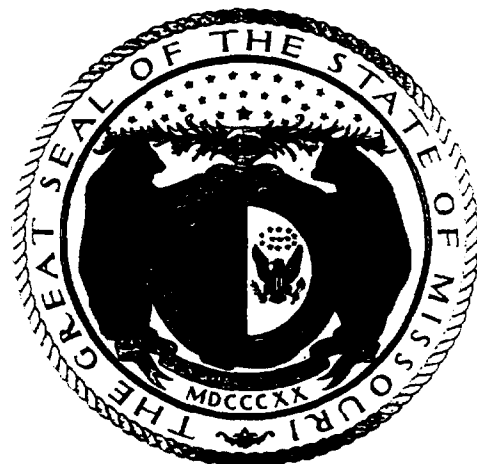
BURLINGTON ENVIRONMENTAL INC.

A CORPORATION ORGANIZED UNDER THE GENERAL AND BUSINESS CORPORATION LAW HAS DELIVERED TO ME A CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE GENERAL BUSINESS CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 24TH DAY OF MARCH, 1995.

Rebecca McDowell Cook
Secretary of State

\$25.00





State of Missouri
Judith K. Moriarty, Secretary of State
P.O. Box 778, Jefferson City, Mo. 65102
Corporation Division

Amendment of Articles of Incorporation

(To be submitted in duplicate)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is BURLINGTON ENVIRONMENTAL INC.

The name under which it was originally organized was JOHN MATHES & ASSOCIATES, INC.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on _____
sole
MARCH 17, 1995

3. Article Number ONE is amended to read as follows:

ARTICLE ONE. NAME
THE NAME OF THE CORPORATION IS
BURLINGTON ENVIRONMENTAL SERVICES CORPORATION.

(If more than one article is to be amended or more space is needed attach fly sheet.)

IN WITNESS WHEREOF, the undersigned, PRESIDENT President of

Vice President

has executed this instrument and its

CONTROLLER

Secretary or Assistant Secretary

has affixed its corporate seal hereto and

attested said seal on the _____ day of _____, 19_____.

Place
CORPORATE SEAL
Here
(If no seal, state "None.")

BURLINGTON ENVIRONMENTAL INC.
Name of Corporation

ATTEST:

Louis B. Nest
Secretary or Assistant Secretary

By *Gary W. Mathes*
President or Vice President

FILED AND CERTIFICATE
ISSUED

MAR 2⁴ 1995

State of Illinois

County of Monroe } ss.

I, CYNTHIA A. NORRENBURNS, a Notary Public, do hereby certify that

on this 21ST day of MARCH, 1995, personally appeared before me

GARY MATHES who, being by me first duly sworn,

declared that he is the PRESIDENT
of BURLINGTON ENVIRONMENTAL INC.

that he signed the foregoing documents as PRESIDENT of the corporation, and that the
statements therein contained are true.

(Notarial Seal)

OFFICIAL SEAL
CYNTHIA A. NORRENBURNS
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 8/18/96

Cynthia A. Norrenburns
Notary Public

My commission expires 8/18/96

D #

BRYAN CAVE LLP

245 PARK AVENUE
NEW YORK, NEW YORK 10167-0034
(212) 692-1800
FACSIMILE: (212) 692-1900

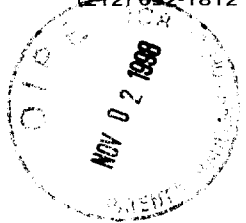
ST. LOUIS, MISSOURI
WASHINGTON, D.C.
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

LONDON, ENGLAND
RIYADH, SAUDI ARABIA
KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
ASSOCIATED OFFICE IN
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA

LARA A. HOLZMAN

INTERNET ADDRESS
LHOLZMAN@BRYANCAVELLP.COM

DIRECT DIAL NUMBER
(212) 692-1812



November 2, 1998

Express Mail No. EM037421576US

Box Assignments
Commissioner of Patents and Trademarks
Washington, D.C. 20231

Re: Recordal of Change of Name
For: Philip Environmental Services Corp.
Our Ref: 18368/106187

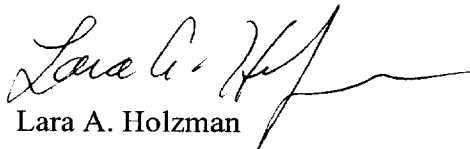
Sir:

We are enclosing a Recordation Form Cover Sheet on behalf of Philip Environmental Services Corp. to record the change of name from Burlington Environmental Inc. to Philip Environmental Services Corp. The papers are the Recordation Form Cover Sheet, an Amendment to Articles of Incorporation, Certificate of Amendment issued by the State of Missouri, a check for \$90.00 to cover the filing fee and a return postcard.

If our check is missing or otherwise insufficient, or if any additional fees are required, the Commissioner is authorized to charge (or credit any overpayment) to Deposit Account No. 02-4467. A duplicate copy of this letter is enclosed.

Please date stamp and return the enclosed postcard.

Respectfully submitted,


Lara A. Holzman

Encl.

194670.01

RECORDED: 11/02/1998

TRADEMARK
REEL: 1810 FRAME: 0555