

12-02-1998

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027



U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

100909709

11.23.98

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignme
  - Merger  Change of Name
  - Change of Name
  - Other
- Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/JAKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual  General Partnership  Limited Partnership

- Corporation  Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

12/01/1998 JSWDRZZ 00000003 874674

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 OP  
50.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:  
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TRADEMARK  
REEL: 1820 FRAME: 0968

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

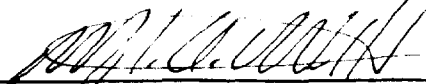
Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Mark A. Wright, Esq.



Name of Person Signing

Signature

Date Signed

STATE OF CONNECTICUT  
SECRETARY OF THE STATE  
30 TRINITY STREET  
HARTFORD, CT 06106

1. Name of Corporation ( Please enter name within lines)

Crompton Modutec Inc.

2. The Certificate of Incorporation is: (Check one)

- A. Amended only, pursuant to Conn. Gen. Stat. §33 - 360.
- B. Amended only, to cancel authorized shares (state number of shares to be cancelled, the class, the series, if any, and the par value, P.A. 90-107.)
- C. Restated only, pursuant to Conn. Gen. Stat. §33 - 362(a).
- D. Amended and restated, pursuant to Conn. Gen. Stat. §33 - 362(c).
- E. Restated and superseded pursuant to Conn. Gen. Stat. §33 - 362(d).

Set forth here the resolution of amendment and/or restatement. Use an 8 1/2 X 11 attached sheet if more space is needed. Conn. Gen. Stat. §1-9.

See attached sheet.

(If 2A or 2B is checked, go to 5 & 6 to complete this certificate. If 2C or 2D is checked, complete 3A or 3B. If 2E is checked, complete 4.)

3. (Check one)

- A. This certificate purports merely to restate but not to change the provisions of the original Certificate of Incorporation as supplemented and amended to date, and there is no discrepancy between the provisions of the original Certificate of Incorporation as supplemented and amended to date, and the provisions of this Restated Certificate of Incorporation. (If 3A is checked, go to 5 & 6 to complete this certificate.)
- B. This Restated Certificate of Incorporation shall give effect to the amendment(s) and purports to restate all those provisions now in effect not being amended by such new amendment(s). (If 3B is checked, check 4, if true, and go to 5 & 6 to complete this Certificate.)

4. (Check, if true)

- This restated Certificate of Incorporation was adopted by the greatest vote which would have been required to amend any provision of the Certificate of Incorporation as in effect before such vote and supercedes such Certificate of Incorporation.

A. By the board of directors and shareholders pursuant to Conn. Gen. Stat. § 33-360. The required affirmative vote of Shareholders: (Check (i) or (ii); and check (iii) if applicable.)

(i)  No shares are required to be voted as a class; the shareholder's vote was as follows:

Vote Required for Adoption \_\_\_\_\_ Vote Favoring Adoption \_\_\_\_\_

(ii)  There are shares of more than one class entitled to vote as a class. The designation of each class required for adoption of the resolution and the vote of each class in favor of adoption were as follows:  
(Use an 8 1/2 x 11 attached sheet if more space is needed. Conn. Gen. Stat. § 1-9.)

(iii)  Check here if the corporation has 100 or more recordholders, as defined in Conn. Gen. Stat. § 33-311a(a).

B. By the board of directors acting alone, pursuant to Conn. Gen. Stat. § 33-360(b)(2) or 33-362(a).

The number of affirmative votes required to adopt such resolution is: majority.

The number of directors' votes in favor of the resolution was: unanimous.

We hereby declare, under the penalties of false statement, that the statements made in the foregoing certificate are true:

(Print or Type)	Signature	(Print or Type)	Signature
Name of Pres. / V. Pres.		Name of Sec/Assn't Sec.	
John E. Ragan		Gregory J. Murrer	

C. The corporation does not have any shareholders. The resolution was adopted by vote of at least two-thirds of the incorporators before the organization meeting of the corporation, and approved in writing by all subscribers for shares of the corporation. If there are no subscribers, state NONE below.

We (at least two-thirds of the incorporators) hereby declare, under the penalties of false statement, that the statements made in the foregoing certificate are true.

Signed Incorporator	Signed Incorporator	Signed Incorporator
Signed Subscriber	Signed Subscriber	Signed Subscriber

(Use an 8 1/2 X 11 attached sheet if more space is needed. Conn. Gen. Stat. § 1-9.)

6. Dated at Rochester, New York this 15<sup>th</sup> day of September, 19 93

**FILED**  
STATE OF CONNECTICUT  
OCT 1 1993

10/4/93  
(Rec. CC GS: (Type or Print) Anita Edwards  
Gregory J. Murrer, Esq. Franey  
BTR Sealing and Control Systems Group  
1555 Jefferson Road  
P.O. Box 23197  
Rochester, New York 14692-3197

BY [Signature] Secretary of the State  
Please provide filer's name and complete address for mailing receipt  
\$125.00

CROMPTON MODUTEC INC.

WRITTEN CONSENT OF DIRECTORS

The undersigned, being all of the directors of Crompton Modutec Inc., a corporation organized and doing business under the laws of the State of Connecticut (hereinafter the "Corporation"), pursuant to Connecticut General Statute § 33-360 (b)(2), do hereby unanimously consent to the adoption of the following resolutions in writing without a meeting in accordance with the provisions of the Bylaws of the Corporation.

APPROVAL OF NAME CHANGE

*RESOLVED*, that the Company's Certificate of Incorporation be amended by changing the first item so that, as amended, said item shall be and read as follows:

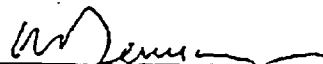
FIRST: That the name of the Company is Modutec Incorporated.


*RESOLVED*, that the appropriate officers of the Company be and hereby are authorized and directed to execute such instruments and take such other actions as may be necessary to carry out the foregoing resolution.

This Consent may be executed in one or more counterparts, each of which shall be an original, but all of which together shall constitute the same Consent.

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the 15<sup>th</sup> day of September, 1993.

  
\_\_\_\_\_  
ROBERTO QUARTA

  
\_\_\_\_\_  
WILLIAM C. DENNINGER

  
\_\_\_\_\_  
GREGORY J. MURRER

lmodumc.ctg