



Tab settings     ▼

100918693

To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof.

1. Name of conveying party(ies): MRP  
Thermo Electron Corporation 11.24.98

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other \_\_\_\_\_

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

3. Nature of conveyance:
- Assignment
  - Security Agreement
  - Other \_\_\_\_\_
  - Merger
  - Change of Name

Execution Date: November 23, 1998

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

Internal Address: \_\_\_\_\_

Street Address: 45 First Avenue

City: Waltham State: MA ZIP: 02154

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Massachusetts
- 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

4. Application number(s) or patent number(s):  
A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
716,090

Additional numbers attached?  Yes  No

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

Internal Address: \_\_\_\_\_

Street Address: Thermo Electron Corporation  
81 Wyman Street

City: Waltham State: MA ZIP: 02154

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

8. Deposit account number:  
20-067 716090

(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.*

Herbert E. Messenger  
Name of Person Signing

Herbert E. Messenger  
Signature

November 23, 1998  
Date

Total number of pages including cover sheet, attachments, and documents: 18

ASSIGNMENT OF TRADEMARK

WHEREAS, THERMO ELECTRON CORPORATION, a Delaware corporation ("ASSIGNOR"), has adopted and used in its business the trademark CRUSADER MARINE & Design (the "Trademark"), which is registered in the United States Patent and Trademark Office under registration number 716,090 for marine engines by virtue of an initial registration dated May 30, 1961 and a renewal of registration number 716,090 dated May 30, 1981;

WHEREAS, the records of the United States Patent and Trademark Office as of the date of this assignment reflect that title to the Trademark is held by Holcroft and Company, a Michigan corporation, and ASSIGNOR acquired all right, title and interest to the through and as a result of the following successive events: 1) on November 29, 1983, Holcroft and Company changed its name to Holcroft/Loftus Inc., as shown in the attached copy of a Certificate of Amendment filed with the Michigan Secretary of State (Exhibit A), 2) on July 16, 1986, Holcroft/Loftus Inc. changed its name to H/L Inc., as shown in the attached copy of a Certificate of Amendment filed with the Michigan Secretary of State (Exhibit B), and 3) on December 31, 1986, H/L Inc. merged into the ASSIGNOR (Thermo Electron Corporation), as shown in the attached copies of Certificates of Merger filed with the Secretary of State of Delaware (Exhibit C) and the Secretary of State of Michigan (Exhibit D);

WHEREAS, THERMO POWER CORPORATION, a Massachusetts corporation ("ASSIGNEE"), is desirous of acquiring ASSIGNOR's rights in the Trademark together with the goodwill of the business associated with the use of and symbolized by the Trademark;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR sells, assigns, transfers to ASSIGNEE its entire right, title and interest in and to the Trademark, and any registrations therefor, together with the goodwill of the business associated with and symbolized by the Trademark.

FURTHER, ASSIGNOR agrees to execute and provide promptly after its execution hereof such further instruments and documents or assignments as may be reasonably necessary to effectuate the purpose of this transaction and to consolidate, vest and record in ASSIGNEE, ASSIGNOR's rights in and to the Trademark.

IN WITNESS WHEREOF, ASSIGNOR has executed this Trademark Assignment as of the 13<sup>th</sup> day of November, 1998.

THERMO ELECTRON CORPORATION

By: Sandra L. Lambert

Name: Sandra L. Lambert

Title: Secretary

COMMONWEALTH OF MASSACHUSETTS )  
 ) SS  
COUNTY OF MIDDLESEX )

On this 23<sup>rd</sup> day of November, 1998, before me appeared Sandra L. Lambert, the person who signed this instrument, who acknowledged that she signed it as a free act on behalf of the identified corporation with authority to do so.

Sandra M. Ruppert  
Notary Public  
My commission expires 02/12/01

Doc. 6097

**CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF**

Exhibit A

Holcroft & Company

(Name of Corporation)

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972:

1. The name of the corporation is Holcroft & Company

The location of the registered office is

615 Griswold Street,

(No. and Street)

Detroit

(Town or City)

Michigan

48226

(Zip Code)

2. The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation in accordance with Subsection (2) of Section 611, Act 284, Public Acts of 1972, on the 1<sup>st</sup> day of November, 1983.

Resolved, that Article I of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.)

The name of the corporation is Holcroft/Loftus, Inc.

3. The necessary number of shares as required by statute were voted in favor of the amendment.

Dated this 1<sup>st</sup> day of November, 1983.

Holcroft & Company

(Corporate Name)

BY Wayne Di Bartola

(Signature)

Wayne Di Bartola, Vice President

(Type or Print Name and Title)

(See Instructions on Reverse Side)

MICHIGAN DEPARTMENT OF COMMERCE -- CORPORATION AND SECURITIES BUREAU

Date Received

NOV 22 1983

**FILED**

NOV 29 1983

Administrator  
MICHIGAN DEPT. OF COMMERCE  
Corporation & Securities Bureau

C & S-111

**INFORMATION AND INSTRUCTIONS**

**Certificate of Amendment - Domestic Corporations**

1. This form may be used by both profit and non-profit corporations. In case of a non-profit corporation organized on a non-stock basis, "shareholders" shall be construed to be synonymous with "members".
2. An effective date, not later than 90 days subsequent to the date of filing may be stated in the Certificate of Amendment.
3. The Certificate of Amendment is required to be signed in ink by the chairman or vice-chairman of the board of directors or the president or a vice-president of the corporation.
4. One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Certificate of Amendment for filing.
5. FEES: Filing Fee .....\$10.00  
Franchise Fee (payable only in case of increase in authorized capital stock) - 1/2 mill on each dollar of increase over highest previous authorized capital stock .....  
(Make fee payable to State of Michigan)

6. Mail form and fee to:  
Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P. O. Drawer C  
Lansing, Michigan 48904

**TRADEMARK**

Exhibit B

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

**FILED**

Date Received  
**JUL 14 1986**

JUL 16 1986

Administrator  
MICHIGAN DEPT. OF COMMERCE  
Corporation & Securities Bureau

**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION**  
For use by Domestic Corporations

(Please read instructions and Paperwork Reduction Act notice on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Holcroft/Loftus, Inc.

2. The corporation identification number (CID) assigned by the Bureau is: 

1	1	3	-	9	1	6
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3. The location of its registered office is:

615 Griswold Street Detroit, Michigan 48226  
(Street Address) (City) (ZIP Code)

4. Article I of the Articles of Incorporation is hereby amended to read as follows:

**ARTICLE I**

The name of the Corporation is H/L, Inc.

5. COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES. OTHERWISE, COMPLETE SECTION (b)

a.  The foregoing amendment to the Articles of Incorporation was duly adopted on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the board of directors or trustees.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Signatures of all incorporators; type or print name under each signature)

b.  The foregoing amendment to the Articles of Incorporation was duly adopted on the 2nd day of July, 1986. The amendment: (check one of the following)

was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.

was duly adopted by the written consent of all the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.

was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)

was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.

Signed this 7 day of July, 1986

By Wayne DiBartola  
(Signature)

Wayne DiBartola, President  
(Type or Print Name and Title)

*State of Delaware**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 OWNERSHIP, WHICH MERGES:

"H/L, INC.", A MICHIGAN CORPORATION,

WITH AND INTO "THERMO ELECTRON CORPORATION" UNDER THE NAME OF "THERMO ELECTRON CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF JANUARY, A.D. 1987, AT 10 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

*Edward J. Freel, Secretary of State*

0558016 8100M

AUTHENTICATION:

8758562

971389514

DATE:

11-14-87  
TRADEMARK

REEL: 1832 FRAME: 0064



CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

H/L, INC.

INTO

THERMO ELECTRON CORPORATION

Thermo Electron Corporation, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 11th day of October, 1960, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of each class of the stock of H/L, Inc., a corporation incorporated on the 9th day of December, 1972, pursuant to the Business Corporation Act of the State of Michigan.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the board on the 29th day of December, 1986, determined to and did merge into itself said H/L, Inc.:

RESOLVED, that Thermo Electron Corporation merge, and it hereby does merge into itself said H/L, Inc. and assumes all of its obligations; and

FURTHER RESOLVED, that the merger shall become effective on December 31, 1986.

FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said H/L, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things

whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger; and

FOURTH: Anything herein or elsewhere to the contrary notwithstanding this merger may be amended or terminated and abandoned by the board of directors of Thermo Electron Corporation at any time prior to the date of filing the merger with the Secretary of State.

IN WITNESS WHEREOF, said Thermo Electron Corporation has caused this certificate to be signed by Walter Bornhorst, its Executive Vice President and attested by Arthur S. Ryan, its Secretary, this 31st day of December, 1986.

Thermo Electron Corporation

By: Walter Bornhorst  
Vice President

ATTEST:

By: Arthur S. Ryan  
Assistant Secretary

<b>MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU</b>	
<p>(FOR BUREAU USE ONLY)</p> <div style="text-align: center; font-size: 2em; font-weight: bold; margin: 20px 0;">FILED</div> <div style="text-align: center; font-size: 1.2em; margin: 10px 0;">JAN 9 1987</div> <div style="text-align: center; font-size: 0.8em;">             Administrator              MICHIGAN DEPARTMENT OF COMMERCE              Corporation &amp; Securities Bureau           </div>	<p style="text-align: center; font-size: 0.8em;">Date Received</p> <div style="text-align: center; font-size: 1.5em; font-weight: bold; margin: 5px 0;">JAN 09 1987</div>

### CERTIFICATE OF MERGER

For use by Parent and Subsidiary Profit Corporations

(Please read instructions and Paperwork Reduction Act notice on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended, the undersigned corporations execute the following Certificate:

1. The Plan of Merger is as follows:

a. The name of each constituent corporation and its corporation identification number (CID) is:

H/L, Inc.	<table border="1" style="width: 100%; text-align: center; border-collapse: collapse;"> <tr><td style="width: 15%;">1</td><td style="width: 15%;">1</td><td style="width: 15%;">3</td><td style="width: 15%;">-</td><td style="width: 15%;">9</td><td style="width: 15%;">1</td><td style="width: 15%;">6</td></tr> </table>	1	1	3	-	9	1	6
1	1	3	-	9	1	6		
Thermo Electron Corporation	<table border="1" style="width: 100%; text-align: center; border-collapse: collapse;"> <tr><td style="width: 15%;"> </td><td style="width: 15%;"> </td><td style="width: 15%;">-</td><td style="width: 15%;"> </td><td style="width: 15%;"> </td><td style="width: 15%;"> </td><td style="width: 15%;"> </td></tr> </table>			-				
		-						

b. The name of the surviving corporation and its corporation identification number (CID) is:

Federal ID # 04-2209186

Thermo Electron Corporation	<table border="1" style="width: 100%; text-align: center; border-collapse: collapse;"> <tr><td style="width: 15%;"> </td><td style="width: 15%;"> </td><td style="width: 15%;">-</td><td style="width: 15%;"> </td><td style="width: 15%;"> </td><td style="width: 15%;"> </td><td style="width: 15%;"> </td></tr> </table>			-				
		-						

c. For each constituent corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
H/L, Inc.	103 Common		
Thermo Electron Corporation	17,269,560 common		

If the number of shares is subject to change prior to the effective date of the merger, the manner in which the change may occur is as follows:

d. The terms and conditions of the proposed merger, including the manner and basis of converting the shares of each constituent corporation into shares, bonds, or other securities of the surviving corporation, or into cash or other consideration, are as follows:

See Attached "Plan and Agreement of Merger"

e. The amendments to the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

f. Other provisions with respect to the merger are as follows:

2. (Complete for any foreign corporation only)

This merger is permitted by the laws of the State of Delaware, the jurisdiction under which Thermo Electron Corporation (name of foreign corporation) is organized and the plan of merger was adopted and approved by such corporation pursuant to and in accordance with the laws of that jurisdiction.

3. The number of outstanding shares of each class of the subsidiary corporation and the number of shares of each class owned by the parent corporation is as follows:

Class	Total shares outstanding	Shares owned by parent corporation
<u>Common</u>	<u>103</u>	<u>103</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

4. (Delete if the parent corporation owns 100% of the shares of the domestic subsidiary)  
The parent corporation owns less than 100%, but at least 90%, of the outstanding shares of each subsidiary corporation and (check one)

- a copy or summary of the plan of merger was mailed to each shareholder of the subsidiary corporation on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_
- a copy or summary of the plan of merger was not mailed to the minority shareholders of the subsidiary corporation because written waivers of mailing were obtained from all of the minority shareholders.

5. (Delete if not applicable)  
The consent to the merger by the shareholders of the subsidiary corporation was obtained pursuant to its Articles of Incorporation. (Such consent is necessary if the Articles of Incorporation require approval of the merger by the vote of the holders of more than the percentage of the shares owned by the parent corporation.)

6. (Delete if not applicable)  
The consent to the merger by the shareholders of the parent corporation was obtained. (Such consent is necessary if its Articles of Incorporation require shareholder approval of the merger, the plan of merger amends its Articles of Incorporation, or a subsidiary is to be the surviving corporation.)

7. (Complete only if an effective date is desired other than the date of filing)  
The merger shall be effective on the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_  
\_\_\_\_\_  
(Name of parent corporation)

By See signatures on agreement and plan of merger  
(Signature)

\_\_\_\_\_  
(Type or Print Name and Title)

**DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW.** Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

C T Corporation System  
Att: Mitzi M. Shapiro  
2 Oliver Street  
Boston, MA 02109

Preparer's name and business telephone number:

( 800 ) 225-2034

### INFORMATION AND INSTRUCTIONS

1. This form is issued under the authority of Act 284, P.A. of 1972, as amended. The certificate of merger cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.  
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to sections 711 through 713 of the Act by a domestic parent corporation merging with one or more domestic subsidiary corporations and section 733 of the Act if a foreign corporation is a party to the merger. The parent corporation must own at least 90% of the outstanding shares of each class of stock of the subsidiary corporation(s). This certificate is to be used only by profit corporations.
4. If more than two corporations are merging, the certificate may be adjusted as necessary or the format may be used as a guide in drafting your own certificate. If additional space is required for any section, continue the section on an attachment.
5. Item 7 — This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
6. This certificate must be signed in ink by the president, vice-president, chairperson, or vice-chairperson of the parent corporation.
7. FEES. Filing fee (Make remittance payable to State of Michigan) ..... \$50.00  
If the authorized capital stock of the surviving domestic corporation is increased, an additional fee is due equal to 1/2 mill (.0005) on each dollar of the increase over the previous highest authorized capital stock on which a franchise fee was paid.  
If a foreign corporation authorized to transact business in this State merges into a domestic profit corporation, the amount of franchise fees required to be paid by that domestic corporation shall be reduced by the initial or additional franchise fees paid to this State by the foreign corporation.
8. Mail form and fee to:

Michigan Department of Commerce, Corporation and Securities Bureau, Corporation Division,  
P.O. Box 30054, Lansing, Michigan 48909, Telephone: (517) 373-0493

PLAN AND AGREEMENT OF MERGER

This PLAN AND AGREEMENT OF MERGER ("Plan") entered into as of this 29th day of December, 1986, by and between Thermo Electron Corporation, a Delaware corporation ("Thermo"), and H/L, Inc., a Michigan Corporation (the "Subsidiary"),

W I T N E S S E T H

WHEREAS, Thermo owns all of the outstanding stock of the Subsidiary; and

WHEREAS, the respective Boards of Directors of Thermo and the Subsidiary deem it desirable that the Subsidiary be merged into Thermo; and

WHEREAS, it is intended that such merger comply with the Business Corporation Law of the State of Michigan as well as the Delaware General Corporation Law in a transaction designed to qualify as a liquidation and merger under the Internal Revenue Code of 1954, as amended,

NOW, THEREFORE, Thermo and the Subsidiary, in consideration of the mutual undertakings set forth hereinafter, agree as follows:

1. On the effective date of the merger (the "Effective Date"), the Subsidiary shall be merged with and into Thermo which latter corporation shall continue in existence as the surviving corporation, unchanged and with the same name.

2. The terms and conditions of the merger and the mode of carrying it into effect are as follows:

- (a) Upon the Effective Date the Subsidiary shall be merged into Thermo which shall be the surviving corporation and the Subsidiary shall cease to exist and shall no longer exercise its powers, privileges and franchises.
- (b) Thermo shall have all the rights, privileges, immunities and powers and shall be subject to all of the duties and liabilities of a corporation organized under the General Corporation Law of the State of Delaware.
- (c) Thermo shall, upon the Effective date and thereafter, succeed to and possess all the property (real and personal) and assets of and exercise all of the powers, rights, privileges, immunities and franchises, of a public as well as of a private nature, of the Subsidiary.
- (d) Upon such Effective Date, Thermo shall assume and be liable for all of the liabilities and obligations of the Subsidiary so merged. Neither the rights of creditors nor any liens upon the property of either Thermo or the Subsidiary so merged shall be impaired by such merger.



3. The manner and basis of converting the shares of capital stock of the Subsidiary into shares of capital stock or other securities or obligations of Thermo shall be as follows:

- (a) All of the Shares of capital stock of Thermo which are issued and outstanding on the Effective Date shall continue unchanged as issued and outstanding shares of capital stock of Thermo.
- (b) Each and every outstanding share of capital stock of the Subsidiary shall be cancelled as of the Effective Date.

4. No changes in the Certificate of Incorporation of Thermo shall be effected by this merger and such Certificate shall constitute the Certificate of Incorporation of Thermo until further amended in accordance with the General Corporation Law of the State of Delaware.

5. The officers and directors of Thermo shall be the same officers and directors in office as of the Effective Date.

6. The By-laws of Thermo shall remain and be the By-law of Thermo until the same be altered or amended in accordance with the provisions thereof, or the Certificate of Incorporation, or in the manner permitted by the General Corporation Law of the State of Delaware.

7. This Plan may be executed in any number of counterparts, each of which shall be deemed to be an original, but such counterparts together shall constitute one and the same instrument.

IN WITNESS WHEREOF, each of the corporate parties, pursuant to proper resolutions adopted by its Board of Directors, has executed this Agreement and has caused its corporate seal to be affixed hereto this 29th day of December, 1986.

ATTEST:

Thermo Electron Corporation

Arthur S. Ryan  
Assistant Secretary  
(Corporate Seal)

By Alf Bonhart  
Vice President

ATTEST:

H/L, Inc.

Arthur S. Ryan  
Assistant Secretary  
(Corporate Seal)

By Paul F. Ferris  
Treasurer