

01-15-1999



RECORDATION 100943232 R SHEET TRADEMARKS ONLY

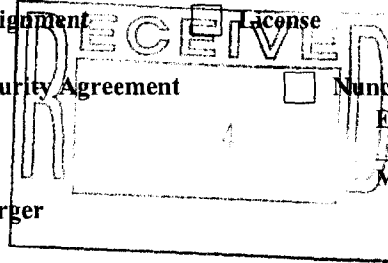
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies)

Submission Type

- Submission options: New, Resubmission (Non-Recordation), Correction of PTO Error, Corrective Document

Conveyance Type

- Conveyance options: Assignment, Security Agreement, Merger, Change of Name, Other



Conveying Party

Mark if additional names of conveying parties attached

Name: KW Powersource, Inc.

Execution Date 3/3/1998

Formerly:

- Entity type checkboxes: Individual, General Partnership, Limited Partnership, Corporation, Association

Other:

Citizenship/State of Incorporation/Organization: Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name: Hawker Powersource, Inc.

DBA/AKA/TA:

Composed of:

Address (line 1): 9404 Ooltewah Industrial Drive

Address (line 2):

Address (line 3): Ooltewah Tennessee 37363

City State/Country Zip Code

- Entity type checkboxes and note: If document to be recorded is an assignment and the receiving party is not domiciled in the U.S., an appointment of a domestic representative should be attached (separate document from Assignment)

Citizenship/State of Incorporation/Organization: Delaware

For Office Use Only

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TRADEMARK

REEL: 1840 FRAME: 0765

Domestic Representative Name and Address

Enter for the First Receiving Party Only.

Name: Myers Bigel Sibley & Sajovec
Address: P.O. Box 37428
Address: Raleigh, North Carolina 27627
Address: _____
Address: _____

Correspondent Name and Address

Area Code and Telephone Number: _____

Name: James R. Cannon
Address: Myers Bigel Sibley & Sajovec
Address: P.O. Box 37428
Address: Raleigh, North Carolina 27627
Address: _____

Pages **Enter the total number of pages of the attached conveyance document including any attachments** # 4

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Application Number or the Registration Number (DO NOT ENTER BOTH)

Trademark Application Number(s):
75/558,379 75/424,058 75/158,264 75/157,742
Registration Number(s):
1,656,138 1,916,006 1,223,980 1,223,979 2,113,815 2,156,155 2,079,338 2,186,494

Number of Properties Enter the total number of properties involved: # 12

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed Deposit Account # 50-0220

Authorization to charge additional fees: Yes No

Statement of 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.

James R. Cannon  1/8/99
Name of Person Signing Signature Date Signed

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 "KW POWERSOURCE, INC.", CHANGING ITS NAME FROM "KW POWERSOURCE, INC." TO "HAWKER POWERSOURCE, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF APRIL, A.D. 1998, AT 11 O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

2223179 8100

981495979

AUTHENTICATION: 9490830

DATE: 12-28-98

TRADEMARK
REEL: 1840 FRAME: 0767

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

KW POWERSOURCE, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

1. That the Board of Directors of the Corporation, desiring to amend the Certificate of Incorporation of the Corporation, has adopted the following resolution by unanimous written consent in accordance with the provisions of Section 141 of the General Corporation Law of the State of Delaware:

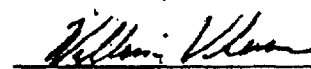
RESOLVED, that Article FIRST of the Certificate of Incorporation of the Corporation shall be amended to change the name of the Corporation, and as so amended, shall read in its entirety as follows:

"FIRST: The name of the corporation (the 'Corporation') is HAWKER POWERSOURCE, Inc."

2. The resolution amending the Certificate of Incorporation of the Corporation was duly adopted by written consent of the stockholders of the Corporation in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware, and written notice of the adoption of such resolution has been given as provided by Section 222 of the General Corporation Law to every stockholder entitled to such notice.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to its Certificate of Incorporation to be signed by William Vlasich, its President, and attested by Edgar P. DeVlyder, its Secretary, this 31st day of March, 1998.

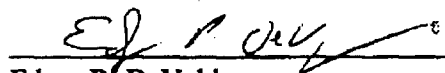
By:



William Vlasich
Its President

Attest:

By:



Edgar P. DeVlyder
Its Secretary

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