



02-03-1999

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01-19-1999

Commission



Attached original documents or copy thereof.

U.S. Patent & TMO/TM Mail Rcpt Dt. #10. Receiving party(ies).

100956952
1.1449

Name and address of receiving party(ies):

John Brown, Inc.
124 Roddy Avenue
South Attleboro, MA 02703

Name: Trafalgar House Inc.
Internal Address: _____
Street Address: 124 Roddy Avenue
City: S. Attleboro State: MA ZIP: 02703

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

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

Additional name(s) and address(es) attached? Yes No

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)

3. Nature of conveyance:

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

Execution Date: September 23, 1992

Additional name(s) and address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

138,885; 1,129,799; 1,158,816; 1,158,815; 1,163,415

Additional numbers attached?

Yes No

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

Name: Jocelyn G. Bolling
Internal Address: Dorsey & Whitney LLP
Street Address: 1330 Connecticut Avenue NW
City: Washington State DC ZIP: 20036

6. Total number of applications and registrations involved: five

7. Total fee (37 CFR 3.41): \$ 140
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(For Any Deficiency) 04-1425
(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.

Jocelyn G. Bolling
Name of Person Signing

Jocelyn G. Bolling
Signature

1-13-1999
Date

Total number of pages comprising cover sheet: one (1)

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion
Mail documents to be recorded with required cover sheet information to:

02/03/1999 DNGUYEN 00000013 138885

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

01 FC:481
02 FC:482

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100.00 OP

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TRADEMARK

REEL: 1847 FRAME: 0222

State of Delaware
Office of the Secretary of State PAGE 1

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 RESTATED CERTIFICATE OF "JOHN BROWN INC.", CHANGING ITS NAME FROM "JOHN BROWN INC." TO "TRAFALGAR HOUSE INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1992, AT 2:15 O'CLOCK P.M.



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

Edward J. Freel, Secretary of State

0917207 8100

991015996

AUTHENTICATION: 9520891

DATE: 01-14-99

TRADEMARK
REEL: 1847 FRAME: 0223

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:15 PM 09/23/1992
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SEP 16 '92 04:47PM HALE AND DORN

P.12

RESTATED CERTIFICATE OF INCORPORATION

OF

JOHN BROWN INC.

John Brown Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "General Corporation Law"), hereby certifies as follows:

FIRST. The name of the Corporation is:

JOHN BROWN INC.

A Certificate of Incorporation was originally filed with the Secretary of State of Delaware on June 26, 1981. This Certificate of Incorporation was amended on April 21, 1986 and September 25, 1987. A Certificate of Ownership and Merger was filed on April 27, 1990, pursuant to which the name of the Corporation was changed to John Brown Inc. The Certificate of Incorporation was further amended on May 31, 1990 and August 5, 1991.

SECOND. This Restated Certificate of Incorporation amends and restates the Certificate of Incorporation of the Corporation, was duly adopted in accordance with the provisions of Sections 242 of the Delaware General Corporation Law, and was approved by written consent of the sole stockholder of the Corporation given in accordance with the provisions of Section 228 of the Delaware General Corporation Law.

THIRD. The text of the Certificate of Incorporation of the Corporation as amended is hereby restated and amended to read in its entirety as follows:

FIRST: The name of the corporation is **TRAFALGAR HOUSE INC.** (the "Corporation").

SECOND: The location of the registered office of the Corporation in the State of Delaware is at 1208 Orange Street, City of Wilmington, County of New Castle. The name of the registered agent in the State of Delaware in charge thereof upon whom process against the Corporation may be served is The Corporation Trust Company, 1208 Orange Street, Wilmington, Delaware 19801.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware; Without limiting in any manner the scope and generality of the

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foregoing, it is hereby provided that the Corporation shall have the following specific purposes, objects and powers:

1. to acquire by purchase, subscription, or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge, or otherwise dispose of or deal in and with any and all securities issued or created by any corporation, firm, organization, partnership, association or other entity, public or private, whether formed under the laws of the United States of America or of any state, commonwealth, territory, dependency or possession thereof, or of any foreign country or of any political subdivision, territory, dependency, possession or municipality thereof, or issued or created by the United States of America or any state or commonwealth thereof or any foreign country, or by any agency, subdivision, territory, dependency, possession or municipality of any of the foregoing, and as owner thereof to possess and exercise all the rights, power and privileges of ownership, including the right to execute consents and vote thereon;

2. to make, establish and maintain investments in securities, and to supervise and manage such investments;

3. to cause to be organized under the laws of the United States of America or of any state, commonwealth, territory, dependency or possession thereof, or of any foreign country or of any political subdivision, territory, dependency, possession or municipality thereof, one or more corporations, firms, organizations, partnerships, associations or other entities and to cause the same to be dissolved, wound up, liquidated, merged or consolidated;

4. to acquire by purchase or exchange, or by transfer to or by merger or consolidation with the Corporation or any corporation, firm, organization, association or other entity owned or controlled, directly or indirectly, by the Corporation, or to otherwise acquire, the whole or any part of the business, good will, rights or other assets of any corporation, firm, organization, association or other entity, and to undertake or assume in connection therewith the whole or any part of the liabilities and obligations thereof, to effect any such acquisition in whole or in part by delivery of cash or other property, including securities issued by the Corporation, or by any other lawful means;

5. to make loans and give other forms of credit, with or without security, and to negotiate and make contracts and agreements in connection therewith;

6. to aid by loan, subsidy, guaranty or in any other lawful manner any corporation, firm, organization,

partnership, association or other entity of which any securities are in any manner directly or indirectly held by the Corporation or in which the Corporation or any such corporation, firm, organization, partnership, association or entity may be or become otherwise interested; to guarantee the payment of dividends on any stock issued by any such corporation, firm, organization, partnership, association or entity; to guarantee or, with or without recourse against any such corporation, firm, organization, partnership, association or entity, to assume the payment of the principal of, or the interest on, any obligations issued or incurred by such corporation, firm, organization, partnership, association or entity; to do any and all other acts and things for the enhancement, protection or preservation of any securities which are in any manner, directly or indirectly, held, guaranteed or assumed by the Corporation, and to do any and all acts and things designed to accomplish any such purposes;

7. to borrow money for any business, object or purpose of the Corporation from time to time, without limit as to amount; to issue any kind of evidence of indebtedness, whether or not in connection with borrowing money, including evidences of indebtedness convertible into stock of the Corporation, to secure the payment of any evidence of indebtedness by the creation of any interest in any of the property or rights of the Corporation, whether at that time owned or thereafter acquired;

8. to render service, assistance, counsel and advice to, and to act as representative or agent in any capacity (whether managing, operating, financial, purchasing, selling, advertising or otherwise) of, any corporation, firm, organization, partnership, association or other entity; and

9. to engage in any commercial, financial, mercantile, industrial, manufacturing, marine, exploration, mining, agricultural, research, licensing, servicing, or agency business not prohibited by law, and any, some or all of the foregoing.

FOURTH: The total number of shares of stock which the Corporation shall have the authority to issue is Five Thousand (5,000) shares of Common Stock, \$0.01 par value per share.

FIFTH: The name and mailing address of the incorporator are as follows:



Name

Peter J. Pattibone


Mailing Address

25 Broadway
New York, New York
10004


SIXTH: The Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the By-laws of the Corporation, subject to the reserved power of the stockholders to adopt, amend or repeal the By-laws of the Corporation.

IN WITNESS WHEREOF, the undersigned has caused this Restated Certificate to be duly executed on its behalf on September 22, 1992.

TRAFALGAR HOUSE INC.

By: 
Charles E. Buckley
Executive Vice President

ATTEST:


Burnett W. Norton
Assistant Secretary