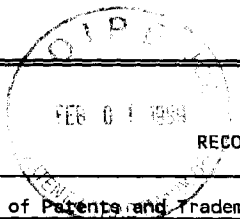


MNO 2-1-99

02-04-1999

Attorney Docket: 1056/ALL

Form PTO-1594  
1-31-92



100957553

DEPARTMENT OF COMMERCE  
Patent and Trademark Office

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

1. Name of conveying parties:

AMERICAN BOTTLERS EQUIPMENT COMPANY

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Maryland
- Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  
 yes  no

2. Name and address of receiving party(ies)

Name: AMBEC, INC.

Internal Address: 10330 South Dolfield Road  
Owings Mills, MD 21117

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State of Maryland
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation 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: September 19, 1996

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

A. Trademark Application No.(s)

B. Trademark registration No(s).

1,112,148, 1,179,863, and 1,333,987

Additional numbers attached?  Yes  No

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

Herbert I. Cantor, Esquire  
Evenson, McKeown, Edwards & Lenahan, P.L.L.C.  
1200 G Street, N. W., Suite 700  
Washington, D. C. 20005-3814

6. Total number of applications and registrations involved:

3

7. Total Fee (37 CFR 3.41):

\$120.00

Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 05-1323

Authorized to be charged to Deposit Account

8. Deposit Account No. 05-1323

(Attach dupl. copy of this page if paying by Deposit Account)

CHECK Refund Total: \$30.00

Refund Ref: 02/03/1999 DNGUYEN 0000076466

DO NOT WRITE IN 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 I. Cantor Reg. #24,392  
Name of Person Signing

February 1, 1999  
Date

TOTAL NUMBER OF PAGES INCLUDING COVER SHEET, ATTACHMENTS AND DOCUMENT: 7

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

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

02/03/1999 DNGUYEN 00000164 1112148

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02 FC:482 50.00 OP

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REEL: 1847 FRAME: 0680

# STATE OF MARYLAND

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## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

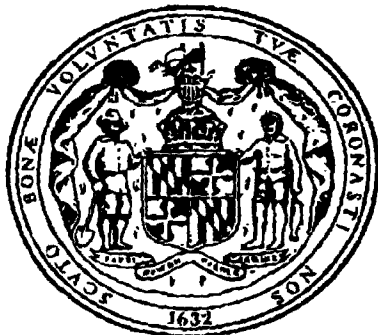
301 West Preston Street, Baltimore, Maryland 21201

DATE: SEPTEMBER 30, 1996

THIS IS TO ADVISE YOU THAT THE ARTICLES OF AMENDMENT & RESTATEMENT WITH A NAME CHANGE FOR AMERICAN BOTTLERS EQUIPMENT COMPANY, INC. CHANGING TO AMBEC, INC. WERE RECEIVED AND APPROVED FOR RECORD ON SEPTEMBER 30, 1996 AT 2:36 PM.

FEE PAID:

67.00



AT5-031

WILLIAM B MARKER  
CHARTER SPECIALIST

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ARTICLES OF AMENDMENT AND RESTATEMENT  
OF  
AMERICAN BOTTLERS EQUIPMENT COMPANY, INC.

American Bottlers Equipment Company, Inc., a Maryland corporation, having its principal office at 10330 South Dolfield Road, Owings Mills, Maryland 21117 (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended by striking in their entirety all previous provisions of the Charter and substituting in lieu thereof the following new Articles FIRST THROUGH TWELFTH:

FIRST: The name of the Corporation (which is hereinafter called the "Corporation") is:

AMBEC, INC.

SECOND: The purposes for which the Corporation is formed and the business and objects to be carried on and promoted by it are:

1. To manufacture, buy, sell, and deal in, either for itself or as agent for others, machinery, equipment, apparatus, tools, appliances and goods, wares and merchandise of every kind and nature.
2. To manufacture, obtain, use, and operate under licenses or otherwise, and to sell, license others to manufacture or use, lease, or

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otherwise acquire, use, or in any manner dispose of any and all kinds of equipment, devices, implements, fixtures, instruments and apparatus of every kind and process, methods, or otherwise, relating to, or useful in, domestic, industrial manufacturing, mercantile, agricultural, and other pursuits.

3. To engage in and perform any activities or functions which may lawfully be performed by a business corporation organized under the laws of the State of Maryland.

The foregoing enumerated purposes and objects shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of the Charter of the Corporation, and each shall be regarded as independent; and they are intended to be and shall be construed as powers as well as purposes and objects of the Corporation and shall be in addition to and not in limitation of the general powers of corporations formed under the General Laws of the State of Maryland.

**THIRD:** The present address of the principal office of the Corporation in this State is 10330 South Dolfield Road, Owings Mills, Maryland 21117.

**FOURTH:** The name and address of the current resident agent of the Corporation in this State is Frederick E. Fauth, Jr., 1225 North Rolling Road, Baltimore, Maryland, 21228. Said resident agent is a citizen and resident of the State of Maryland.

**FIFTH:** The total number of shares of stock of all classes which the corporation has authority to issue is sixteen thousand (16,000) shares, of which eight thousand (8,000) shares are Class A Common Stock of a par value of Fifty cents (\$0.50) per share amounting in the aggregate to Four Thousand Dollars (\$4,000.00), and eight thousand (8,000) shares are Class B Common Stock of a par value of Twenty Five Dollars (\$25.00) per share amounting in the aggregate to Two Hundred Thousand Dollars (\$200,000.00). The aggregate par value of all shares having par value of all classes is Two Hundred and Four Thousand Dollars (\$204,000.00).

**SIXTH:** The rights and powers of the holders of Class A and Class B stock shall be the same in all respects, except with respect to voting rights and powers, which shall be vested solely in the holders of Class A stock,

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and the holders of Class B stock shall have no voting rights or powers whatsoever.

**SEVENTH:** The board of directors shall manage the business and affairs of the Corporation and may exercise all of the powers of the Corporation except those conferred on, or reserved to, the stockholders by law. The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3) unless there are less than three (3) stockholders, in which case the number of Directors may be less than three (3) but not less than the number of stockholders. The names of the current directors who shall act until their successors are duly chosen and qualified are:

Frederick E. Fauth, Jr.  
Terry K. Holinsky  
Joseph E. O'Donnell, Jr.  
Harriet Poole  
Clyde E. Taber, III

**EIGHTH:** To the fullest extent permitted by Maryland statutory or decisional law, as amended or interpreted, no director or officer of this Corporation shall be personally liable to the Corporation or its stockholders for money damages. No amendment of the charter of the Corporation or repeal of any of its provisions shall limit or eliminate the limitation of liability provided to directors and officers hereunder with respect to any act or omission occurring prior to such amendment or repeal.

**NINTH:** Except as the Bylaws of the Corporation may otherwise provide, no indemnification shall be provided for any officer or director or for any employee or agent of the Corporation or of any predecessor of the Corporation or any other entity.

**TENTH:** No holder of stock or any other security of the Corporation shall have any preemptive right to subscribe for, purchase or receive any additional shares of stock of any class or other securities of any nature, whether now or hereafter authorized; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance, and set the price and any other terms the Board of Directors, in its sole discretion, may fix.

**ELEVENTH:** In carrying on its business or for the purpose of attaining or furthering any of its objectives the Corporation shall have all of the rights, powers and privileges granted to corporations by the laws of the State of Maryland and the power to do any and all acts and things which a natural person or partnership could do and which may now or hereafter be authorized by law, either alone or in partnership or conjunction with others. In furtherance and not in limitation of the powers conferred by law, the powers of the Corporation and of the directors and stockholders shall include the following:

---

(a) To make any amendment of its Charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its Charter, of any outstanding stock.

(b) The Board of Directors of the Corporation is hereby specifically authorized and empowered to classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

(c) The Board of Directors of the Corporation is hereby specifically authorized and empowered to authorize the issuance or sale from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock or any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation.

**TWELFTH:** The Corporation's existence shall be perpetual.

**THIRD:** The foregoing Articles of Amendment and Restatement make no changes with respect to either the number or par value of authorized shares of capital stock.

**FOURTH:** By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of

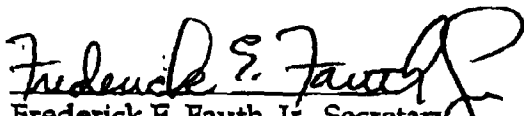
Directors of the Corporation duly advised the foregoing Articles of Amendment and Restatement.

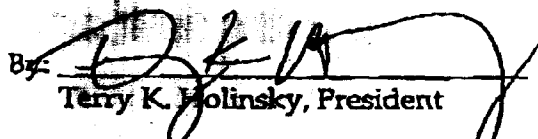
FIFTH: By written informal action taken by the holders of all of the outstanding voting stock of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said Articles of Amendment and Restatement.

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in its name and on its behalf by its President and attested to by its Secretary on this 19th day of September, 1996, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of the Corporation, and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information, and belief.

ATTEST:

AMERICAN HOTTILERS EQUIPMENT  
COMPANY, INC.

  
Frederick E. Fauth, Jr., Secretary

By:   
Terry K. Holinsky, President

[Corporate Seal]

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