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To the Honorable Commissioner



100977630

the attached original documents or copy thereof.

1. Name of conveying party(ies):
Facet Enterprises, Inc.



02-22-1999

U.S. Patent & TMO/TM Mail Rpt Dt. #47

- General Partnership
- Corporation-State Delaware
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 11/30/89

Name: Purolator Products Company

Internal Address:

Street Address: 6100 Yale Avenue

City: Tulsa State: OK ZIP: 74136

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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 registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1132577 and
518280

Additional numbers attached? Yes No

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

Name: John P. Hains, Esq.
Lippes, Silverstein, Mathias
& Wexler LLP

Street Address: 28 Church Street

700 Guaranty Building

City: Buffalo State: NY ZIP: 14202

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41):..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

1132577
JANUARY 1999
JANUARY 1999

Rec OK

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.

John P. Hains
Name of Person Signing

John P. Hains
Signature

2/19/99
Date

Total number of pages comprising cover sheet: 4

State of Delaware
Office of the Secretary of State

I, WILLIAM T. QUILLEN, 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 "FACET ENTERPRISES, INC.", CHANGING ITS NAME FROM "FACET ENTERPRISES, INC." TO "PUROLATOR PRODUCTS COMPANY", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF NOVEMBER, A.D. 1989, AT 10:01 O'CLOCK A.M.



William T. Quillen

William T. Quillen, Secretary of State

0809522 8100

AUTHENTICATION: 7110109

944079193

DATE: 05-05-94

TRADEMARK
REEL: 1863 FRAME: 0981

11-30-89

CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
FACET ENTERPRISES, INC.

Facet Enterprises, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the board of directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following Amendment to the Restated Certificate of Incorporation of said corporation:

RESOLVED, that the Restated Certificate of Incorporation of Facet Enterprises, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"The name of the Corporation is Purolator Products Company."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said Amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid Amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

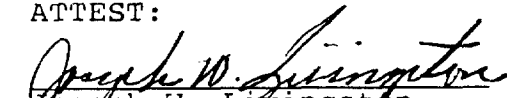
IN WITNESS WHEREOF, said Facet Enterprises, Inc. has caused

this Certificate to be signed by Clyde Wyant, its Executive Vice President, and attested by Joseph W. Livingston, its Assistant Secretary, this 28th day of November, 1989.

FACET ENTERPRISES, INC.

By 
Clyde Wyant
Executive Vice President

ATTEST:


Joseph W. Livingston
Assistant Secretary