

03-19-1999

Tab #1001 000

To the Honorable Commissioner of Patents and T



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Final documents or copy thereof.

1. Name of conveying party(ies):

Rheometrics, Inc.

- Individual(s)
- General Partnership
- Corporation-State New Jersey
- Other
- Association
- Limited Partnership

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

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

Name: Rheometric Scientific, Inc.

Internal Address:

Street Address: One Possumtown Road

City Piscataway State NJ ZIP 08854

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New Jersey
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date:

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,785,330; 1,769,913

Additional numbers attached? Yes No

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

Name: Arthur Jacob

Internal Address:

Street Address: 25 East Salem Street

P.O. Box 686

City: Hackensack State: NJ ZIP 07602

6. Total number of applications and registrations involved:

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

Enclosed

Any additional charges authorized to be charged to deposit account

8. Deposit account number:

07-1524

(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.

Arthur Jacob

Name of Person Signing

Arthur Jacob

Signature

3/10/99

Date

Total number of pages comprising cover sheet: 1

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

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01 FC:481
02 FC:482

40.00 OP
25.00 OP

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TRADEMARK

REEL: 1869 FRAME: 0680

CERTIFICATE OF AMENDMENT
TO THE CERTIFICATE OF INCORPORATION
OF RHEOMETRICS, INC.

FILED

NOV 15 1994

LOTTIE R. HOGHS
Secretary of State

To: Secretary of State
CN-308
State of New Jersey

FEIN: 61-0708419

Pursuant to the provisions of Section 14A:9-2(4) and Section 14A:9-4(3) Corporations, General, of the New Jersey Statutes, Rheometrics, Inc. (the "Corporation") executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is Rheometrics, Inc.
2. The following amendments to the Certificate of Incorporation were approved by the Board of Directors, and thereafter, duly adopted by the shareholders of the Corporation on the 10th day of November 1994:

RESOLVED, that Article First of the Company's Certificate of Incorporation be amended in its entirety to read as follows:

FIRST: The name of the Corporation is Rheometric Scientific, Inc.

RESOLVED, that Article Third of the Company's Certificate of Incorporation be amended in its entirety to read as follows:

THIRD: The Corporation is authorized to issue twenty million (20,000,000) shares of Common Stock without par value.

3. The number of shares outstanding and entitled to vote at the time of the adoption of the foregoing amendment was 7,911,739.

4. The number of shares voted were as follows:

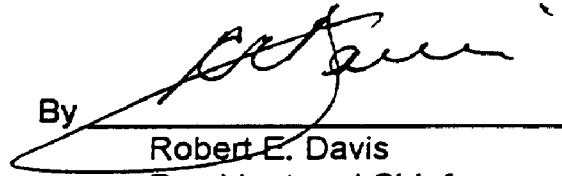
The number of shares voted for the amendment to change the name of the Corporation to Rheometric Scientific, Inc. was 6,562,897; the number of shares voted to abstain was 2,385; the number of shares voted against the amendment was 275.

The number of shares voted for the amendment to increase the number of authorized shares of Common Stock to twenty million (20,000,000) was 6,561,326; the number of shares voted to abstain was 3,496; the number of shares voted against the amendment was 735.

Dated this 10th day of November, 1994

Rheometric Scientific, Inc.

By

A handwritten signature in black ink, appearing to read "R. E. Davis", is written over a horizontal line. The signature is cursive and somewhat stylized.

Robert E. Davis
President and Chief
Executive Officer