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RECORD
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To the Assistant Commissioner for Trademarks. Please

101084525

thereof.

1. Name of conveying party(ies):

The General Tire & Rubber Company,
an Ohio corporation

Additional name(s) attached?

yes no

3. Nature of Conveyance

Assignment Merger
 Security Agreement Change of Name
 Other

Effective Date: March 29, 1984

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

Name: GenCorp Inc.,
an Ohio corporation

Internal Address:

Street Address:
175 Ghent Road
Akron, Ohio 44313

Additional name(s) & address(es) attached? yes no

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

If this document is being filed together with a new application, the execution date of the application is _____.

A. Trademark Application No(s):

B. Trademark Registration No(s):

369,184
369,185

Additional number(s) attached? yes no

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

Tara A. Kastelic
Calfee, Halter & Griswold LLP
1400 McDonald Investment Center
800 Superior Avenue
Cleveland, Ohio 44114-2688

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:
 Total fee due
 Any deficiencies in the enclosed fees

8. Deposit account number: 03-0172

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.

Tara A. Kastelic

Name of Person Signing

Reg. No.: 35,980; Tel: 216-622-8329

Tara A. Kastelic

Signature

June 29, 1999

Date

07/06/1999 DNGUYEN 00000182 369184

Total number of pages comprising transmittal: 1

01 FC:481 40.00 DP
02 FC:482 25.00 DP



Department of State

The State of Ohio

Sherrod Brown
Secretary of State

37149

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: AMD CHN

of:

GENCORP INC. FORMERLY THE GENERAL TIRE & COMPANY

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll F 428 at Frame 0931 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 29TH day of MARCH,
A.D. 19 84.



Sherrod Brown

Sherrod Brown

Secretary of State

TRADEMARK

REEL: 001923 FRAME: 0863

CERTIFICATE OF AMENDMENT
 TO AMENDED ARTICLES OF INCORPORATION OF
 THE GENERAL TIRE & RUBBER COMPANY

37149
 APPROVED
 BY STAT
 DATE 3-29-84
 # 3500 W

T. E. Pittenger, Vice President, and J. J. Dalton, Secretary of The General Tire & Rubber Company, an Ohio corporation with its principal office located at Akron, Ohio, do hereby certify that at a meeting of the holders of shares of said corporation entitled to vote on proposals to amend the Amended Articles of Incorporation thereof duly called, the following Amendment was adopted by the affirmative vote of the holders of a majority of the (a) outstanding shares of Common Stock voting as a separate class, and (b) outstanding shares of Common Stock and Cumulative Preference Stock, voting jointly as a single class:

"RESOLVED, that the Articles of Incorporation of The General Tire & Rubber Company, as heretofore amended, be further amended by amending ARTICLE FIRST to read as follows:

"ARTICLE FIRST: The name of the Corporation shall be GenCorp Inc. The Corporation shall exist by virtue of, and be governed by, the laws of the State of Ohio."

IN WITNESS WHEREOF, said T. E. Pittenger, a Vice President, and J. J. Dalton, Secretary, of The General Tire & Rubber Company, acting for and on behalf of said corporation have hereunto subscribed their names and caused the seal of said corporation to be hereunto affixed this 29th day of March, 1984.

By: [Signature]
 T. E. Pittenger, Vice President

By: [Signature]
 J. J. Dalton, Secretary

The Honorable Sherrod Brown
 Secretary of State
 State of Ohio
 30 East Broad Street
 Columbus, OH 43215

Dear Sir:

The undersigned hereby certifies that he is the SECRETARY/PRESID and sole shareholder and director of Genco, Inc., an Ohio corporation, and that he has adopted the following resolution by written action as of the date hereof:

Resolved, that the Corporation hereby consents to the use of each of the names Gencorp, GenCorp, and Gen-Corp (i) as a name to be adopted by General Holdings, Inc. or any Ohio corporation affiliated therewith, by an amendment to the articles of incorporation of such corporation, or (ii) as a name of a new Ohio corporation to be organized by Steven R. Kerber, or his assignees, as incorporator; and

FURTHER Resolved, that the Corporation, in consideration of \$100, the receipt of which is hereby acknowledged, does hereby waive and release any right, claim and interest in and to the names Gencorp, GenCorp and Gen-Corp.

Dated January 10, 1984

Donald L. Seeger, Pres./SEC.
 Donald L. Seeger

CONSENT