

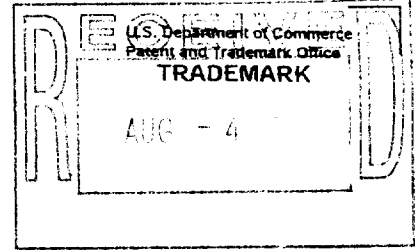
8-4-99

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

08-05-1999



101111004
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership Association
 - Corporation Association
 - Other
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

08/05/1999 MTHA11 00000053 74696972

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 775.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
TRADEMARK

REEL: 001939 FRAME: 0312

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="74696972"/>	<input type="text" value="75269845"/>	<input type="text"/>
<input type="text" value="75154549"/>	<input type="text" value="75269798"/>	<input type="text"/>
<input type="text" value="75154550"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="337669"/>	<input type="text" value="625300"/>	<input type="text" value="755936"/>
<input type="text" value="536878"/>	<input type="text" value="690537"/>	<input type="text" value="854383"/>
<input type="text" value="564845"/>	<input type="text" value="755935"/>	<input type="text" value="902569"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

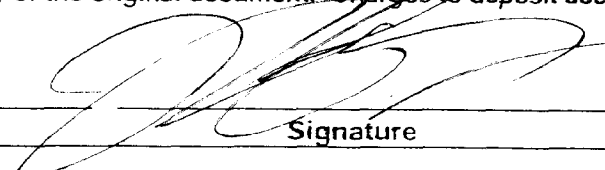
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Robert C. Collins
Name of Person Signing



Signature

August 2, 1999
Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1075850

1429970

913204

1091273

1518784

1011907

1107105

1846627

1016289

1130265

1871864

1016535

1356359

1913043

1019876

1369876

1031085

1418242

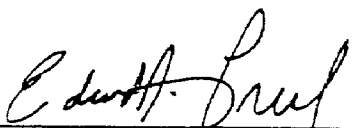
State of Delaware
Office of the Secretary of State PAGE 1

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 CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"BINDICATOR COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "BERWIND INDUSTRIES, INC." UNDER THE NAME OF "BERWIND INDUSTRIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 1997, AT 9 O'CLOCK A.M.





Edward J. Freel, Secretary of State

2171886 8100M

AUTHENTICATION: 9221758

981283705

DATE: 07-29-98

CERTIFICATE OF OWNERSHIP AND MERGER

OF

BINDICATOR COMPANY
(a Delaware corporation)

INTO

BERWIND INDUSTRIES, INC.
(a Delaware corporation)

It is hereby certified that:

1. BERWIND INDUSTRIES, INC. [hereinafter sometimes referred to as the "Corporation"] is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of BINDICATOR COMPANY, which is also a business corporation of the State of Delaware.
3. On September 11, 1997, the Board of Directors of the Corporation adopted the following resolutions to merge BINDICATOR COMPANY into the Corporation:

RESOLVED, that the Plan of Merger (attached as Exhibit A), merging BINDICATOR COMPANY, a Delaware corporation, with and into this Corporation, to be effective as of the close of business on September 18, 1997 is hereby approved; and

FURTHER RESOLVED, that upon consummation of the merger pursuant to the Plan of Merger, this Corporation, as the surviving corporation, assume all the obligations and liabilities of BINDICATOR COMPANY; and

FURTHER RESOLVED, that each of the President and any Vice President of this Corporation is directed to make and execute a Certificate of Ownership and Merger merging BINDICATOR COMPANY into this Corporation, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever whether within or without the State of Delaware, which may be necessary or proper to effect said merger; and

FURTHER RESOLVED that each of the President and any Vice President of this Corporation is hereby authorized and directed to take whatever action and to execute and deliver such documents and instruments as he or she may deem to be necessary or desirable to consummate and carry out the foregoing resolutions.

Executed on September 15, 1997.

BERWIND INDUSTRIES, INC.

By: 
Its Vice President

William J. Eckenrode

PLAN OF MERGER
BINDICATOR COMPANY
into
BERWIND INDUSTRIES, INC.

1. BERWIND INDUSTRIES, INC., which is a business corporation of the State of Delaware and is the parent corporation and the owner of all of the outstanding shares of BINDICATOR COMPANY which is a business corporation of the State of Delaware and the subsidiary corporation, hereby merges BINDICATOR COMPANY into BERWIND INDUSTRIES, INC. pursuant to the provisions of the Delaware General Corporation Law .
2. The separate existence of BINDICATOR COMPANY shall cease at the effective time and date of the merger pursuant to the provisions of the Delaware General Corporation Law and BERWIND INDUSTRIES, INC. shall continue its existence as the surviving corporation pursuant to the provisions of the Delaware General Corporation Law.
3. The issued shares of BINDICATOR COMPANY shall not be converted in any manner, but each said share which is issued at the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and each of the President and any Vice President of BERWIND INDUSTRIES, INC. are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

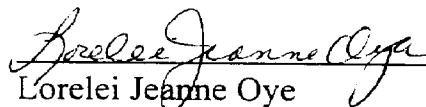
**CERTIFICATION OF TRUE COPY
BY NOTARY PUBLIC**

I hereby certify that the attached is a true copy of the Certified Copy of the Certificate of Ownership, which merges:

“Bindicator Company,” a Delaware corporation, with and into
“Berwind Industries, Inc.” under the name of “Berwind Industries,
Inc.,” a corporation organized and existing under the laws of the State
of Delaware.

State of Michigan)
)SS
County of Oakland)

Date: July 29, 1999



Lorelei Jeanne Oye
Notary Public, Oakland County, MI
My Commission Expires July 5, 2001