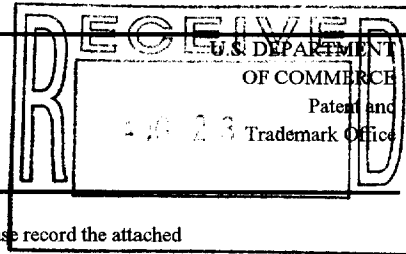


TRADEMARKS ONLY



8.23.99

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

<p>1. Name of conveying party(ies): <u>Allied-Signal Inc.</u></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation - State of Delaware  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party (ies)</p> <p>Name: <u>AlliedSignal Inc.</u>  Internal Address: <u>Law Department</u>  Street Address: <u>101 Columbia Road</u>  City: <u>Morristown</u> State: <u>NJ</u> ZIP: <u>07962</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State of <u>Delaware</u>  <input type="checkbox"/> Other _____</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input checked="" type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 26, 1993</u></p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from assignment)</p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

<p>4. Application number(s) or patent number(s): _____</p> <p>A. Trademark Application No.(s) _____</p>	<p>B. Trademark Registration No. (s) <u>1,170,174 STRIVE FOR EXCELLENCE...</u></p>
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Additional numbers attached?  Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Mary Ann G. Lemere</u>  Internal Address: <u>Law Department</u></p> <p>Street Address: <u>101 Columbia Road</u></p> <p>City: <u>Morristown</u> State: <u>NJ</u> ZIP: <u>07962</u></p>	<p>6. Total number of applications and registrations involved: ..... <u>1</u></p> <p>7. Total fees (37 CFR 3.41).....\$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>Deposit account number: <u>01-1125</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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08/26/1999 DCOATES 00000178 011125 1170174

01 FC:481 40.00 CH

8. 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.

Mary Ann G. Lemere  August 20, 1999  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:  
**Assistant Commissioner for Trademarks**  
**BOX ASSIGNMENTS**  
**2900 Crystal Drive**  
**Arlington, VA 22202-3513**

08-27-1999  
101128564

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 "ALLIED-SIGNAL INC." FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF APRIL, A.D. 1993, AT 11:45 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.

\* \* \* \* \*



*William T. Quillen*

William T. Quillen, Secretary of State

AUTHENTICATION: \*4054772

09/14/1993

DATE:

932535224

CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
ALLIED-SIGNAL INC.

ALLIED-SIGNAL INC., a Delaware corporation (the "Corporation"), hereby certifies as follows:

1. The Board of Directors of the Corporation has declared it advisable to amend the Restated Certificate of Incorporation. The resolution setting forth the proposed amendment is as follows:

**"RESOLVED:** That the Board of Directors declares it advisable that Article First of the Restated Certificate of Incorporation be amended to read as follows:

**"FIRST:** The name of the corporation is AlliedSignal Inc."

and that the proposed amendment be considered at the next annual meeting of stockholders."

2. The amendment of the Restated Certificate of Incorporation set forth above has been duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

ALLIED-SIGNAL INC.

Attest:



Name: Andrew B. Samet

Title: Vice President, Secretary  
and Associate General Counsel

By: 

Name: Peter M. Kreindler

Title: Senior Vice President  
and General Counsel

Dated: April 26, 1993

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:45 AM 04/26/1993  
723116090 - 2061772