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08-27-1999



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SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks:

attached original documents or copy thereof.

1. Name of conveying party(ies):

Gunite Acquisition Corp.

- Individual(s)
- General Partnership
- Corporation-State
- 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: May 26, 1999

2. Name and address of receiving party(ies)

Name: Gunite FMI Corporation

Internal Address: \_\_\_\_\_

Street Address: 302 Peoples Ave.

City: Rockford State: IL ZIP: 61104

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designator 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

8-23-99

Additional numbers attached?  Yes  No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: \_\_\_\_\_

5

7. Total fee (37 CFR 3.41).....\$140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

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

DO NOT USE THIS SPACE

08/26/1999 NTHAI1 00000177 75334684

FC:481 40.00 DP  
Soc:Stam 100.00 DP

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.

Laura Konrath

Name of Person Signing

Signature

Date



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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments TRADEMARK  
REEL: 001949 FRAME: 0950

SCHEDULE A


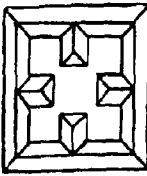
UNITED STATES TRADEMARK APPLICATION AND REGISTRATIONS

Mark	Country	Reg. No. / Reg. Date (App. No. / App. Date)	Goods	Owner	Status
	United States	(75-334,684) (August 1, 1997)	Land vehicle parts, namely wheels, hubs and drums	EMI Company 603 West 12th Street Erie, PA 16501	Pending; Final Refusal Mailed
	United States	1,502,799 September 6, 1988	Iron Castings	EMI Company 603 West 12th Street Erie, PA 16501	Registered

Continuation  
Item 4

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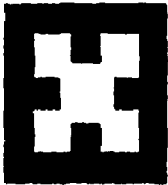
2

Mark	Country	Reg. No. / Reg. Date (App. No. / App. Date)	Goods	Owner	Status
ERMAX	United States	1,018,797 August 26, 1975	Vehicle wheels	Erie Malleable Iron Company c/o EMI Company 603 West 12th Street Erie, PA 16501	Renewed
	United States	954,333 March 6, 1973	Wheel and brake drum products	EMI Company 603 West 12th Street Erie, PA 16501	Renewed
	United States	851,749 July 2, 1968	Malleable iron castings	EMI Company 603 West 12th Street Erie, PA 16501	Renewed

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Mark	Country	Reg. No. / Reg. Date (App. No. / App. Date)	Goods	Owner	Status
	Canada	(867,607) (February 2, 1998)	Land vehicle parts namely, wheels, hubs and drums	EMI Company 603 West 12th Street Erie, PA 16501	Pending
	Canada	611,703 July 7, 1989	Iron castings	EMI Company 603 West 12th Street Erie, PA 16501	Registered

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
GUNITE ACQUISITION CORP.  
A DELAWARE CORPORATION**

Gunite Acquisition Corp., 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 Certificate of Incorporation of said corporation (therein referred to as the "Company"):

**RESOLVED,** that the Certificate of Incorporation of the Company be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

**FIRST.** The name of the corporation is Gunite EMI Corporation (hereinafter, the "Corporation").

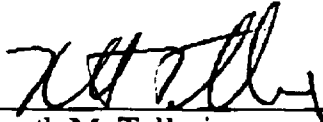
**SECOND:** That in lieu of a meeting and vote of the sole stockholder, the sole stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**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.

[signature page follows]

**IN WITNESS WHEREOF**, said Gunite Acquisition Corp. has caused this certificate to be signed by **Kenneth M. Tallering**, its Vice President, Secretary and Assistant Treasurer, this 25th day of May, 1999.

**GUNITE ACQUISITION CORP.**

  
\_\_\_\_\_  
**Kenneth M. Tallering**  
Vice President, Secretary  
and Assistant Treasurer

Office of the Secretary of State

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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 AMENDMENT OF "GUNITE ACQUISITION CORP.", CHANGING ITS NAME FROM "GUNITE ACQUISITION CORP." TO "GUNITE EMI CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF MAY, A.D. 1999, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

3035815 8100

991211812

AUTHENTICATION: 9770576

DATE: 05-27-99

TRADEMARK  
REEL: 001949 FRAME: 0956

# WINSTON & STRAWN

200 PARK AVENUE  
NEW YORK, NY 10166-4193

35 WEST WACKER DRIVE  
CHICAGO, ILLINOIS 60601-9703

21 AVENUE VICTOR HUGO  
75116 PARIS, FRANCE

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(312) 558-5600

43 RUE DU RHONE  
1204 GENEVA, SWITZERLAND

FACSIMILE (312) 558-5700

(312) 558-6352

August 16, 1999

## CERTIFIED MAIL/R.R.R.

Commissioner of Patent and Trademarks  
U.S. Patent and Trademark Office  
Washington, D.C. 20231  
Attn: Trademark Assignment Department

Re: Transportation Technologies/Hitachi Gunite

Dear Commissioner:

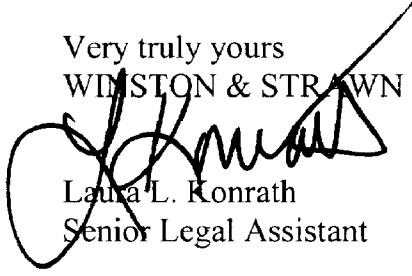
Enclosed is a Corporate Name Change together with a check in the amount of \$140.00 payable to the Commissioner of Patents and Trademarks for the assignment recordation fees.

Please file the enclosed with the Trademark Assignment Department of the U.S. Patent and Trademark Office. When the filing process is completed, please send the file-stamped document to the following address:

Laura L. Konrath  
WINSTON & STRAWN  
35 W. Wacker Drive  
Chicago, IL 60601

Should you require any additional information, please do not hesitate to call.

Very truly yours  
WINSTON & STRAWN

  
Laura L. Konrath  
Senior Legal Assistant

LLK:kaj  
Enclosures