

TRADEMARKS ONLY

08-31-1999

MRO  
8-27-99



101131371

Trademarks:  
copy thereof.

TRADEMARKS ONLY

27

1. Name of Party(ies) conveying an interest:

Cooper Automotive Products, Inc.

Entity:

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

2. Name and Address of Party(ies) receiving an interest:

Name: Federal-Mogul Chesterfield, Inc.

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

Street Address: 26555 Northwestern Highway

City: Southfield

Zip: 48034

Entity:

- Individual       Association
- General Partnership       Limited Partnership
- Corporation-State Delaware
- Other \_\_\_\_\_

Citizenship: \_\_\_\_\_

3. Interest Conveyed:

- Assignment       Change of Name
- Security Agreement     Merger
- Other \_\_\_\_\_

If not domiciled in the United States, a domestic representative designation is attached:

Yes

No

(The attached document must not be an assignment)

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

(Additional Sheet Attached?) Yes  No

A. Trademark Application No.(s)

74/602558

B. Trademark Registration No.(s)

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

Name: William H. Honaker

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

Street Address: 1400 N. Woodward Avenue, Suite 101

City: Bloomfield Hills

State: Michigan

Zip: 48034-2855

6. Number of applications and registrations involved:

One

7. Amount of fee enclosed or authorized to charged:

\$40.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account)

DO NOT USE THIS SPACE

40E

9. Date of execution of attached document October 20, 1998

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on:

08/31/1999 MTHAI1 00000013 74602558

01 FC:481

40.00 DP

August 23, 1999

Date

Signature

William H. Honaker

Name of Person Signing

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 AMENDMENT OF "COOPER AUTOMOTIVE PRODUCTS, INC.", CHANGING ITS NAME FROM "COOPER AUTOMOTIVE PRODUCTS, INC." TO "FEDERAL-MOGUL CHESTERFIELD, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 1998, 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", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9386352

0774984 8100

981422919

11-04-98  
TRADEMARK  
REEL: 001950 FRAME: 0811

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

Cooper Automotive Products, Inc., 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 a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:


RESOLVED, that the Certificate of Incorporation of Cooper Automotive Products, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"The name of the Corporation is : Federal-Mogul Chesterfield, Inc."

**SECOND:** That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous 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 141 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by David M. Sherbin, its Assistant Secretary, this 20<sup>th</sup> day of October, 1998.

  
By: David M. Sherbin  
Title: Assistant Secretary

**MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU** TL5

(FOR BUREAU USE ONLY)

Date Received <b>NOV 06 1998</b>		ADJUSTED TO AGREE WITH BUREAU RECORDS
		FILED
		NOV 06 1998

Name: PH. 517-663-2525 Ref # 87115

Address: Attn: Cheryl J. Bixby  
*MICHIGAN RUNNER SERVICE*

City: P.O. Box 266  
Eaton Rapids, MI. 48827-0266

Administrator  
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES  
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.

## AMENDED APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN MICHIGAN

For use by Foreign Corporations  
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Amended Application:

1. The name of the corporation is: Cooper Automotive Products, Inc.

2. If the name in Item 1 was not available for use in Michigan, the qualifying assumed name adopted when obtaining the Certificate of Authority is:  
~~INCO of Delaware, Inc.~~

3. The identification number assigned by the Bureau is: 

6	3	1	-	6	7	6
---	---	---	---	---	---	---

4. It is incorporated under the laws of Delaware

5. The corporation was authorized to transact business in Michigan on the 1st day of April, 1991.

6. The period of its duration (corporate term) is perpetual.

7. If the name of the corporation has changed, its new name is:  
Federal-Mogul Chesterfield, Inc.

The effective date of this name change was the 2nd day of November, 1998 and the name change was made in compliance with the laws of the jurisdiction of its incorporation.

8. Complete this item only if the new name in Item 7 is not available for use in Michigan. The qualifying assumed name of the corporation to be used in all its dealings with the Bureau and in the transaction of its business in Michigan is:

9. If the qualifying assumed name in Item 2 has changed, the new name is:

TL6

10. The address of its registered office in Michigan is:

c/o The Corporation Company 30600 Telegraph Road Bingham Farms, Michigan 48025  
(Street Address) (City) (ZIP Code)

The mailing address of the registered office in Michigan, if different than above, is:

\_\_\_\_\_, Michigan \_\_\_\_\_  
(Street Address or P.O. Box) (City) (ZIP Code)

The name of the resident agent at the registered office is: The Corporation Company

The resident agent is an agent of the corporation upon whom process against the corporation may be served.

11. The address of the main business or headquarters office of the corporation is: \_\_\_\_\_

26555 Northwestern Hwy. Southfield, MI 48034  
(Street Address) (City) (State) (ZIP Code)

The mailing address if different than above is:

P.O. Box 1966 Southfield, MI 48034  
(Street Address) (City) (State) (ZIP Code)

12. If the business the foreign corporation proposes to do in this State is to be enlarged, limited, or otherwise changed, the specific business which the corporation is to transact in Michigan is as follows:

No Change

The corporation is authorized to transact such business or conduct affairs in the jurisdiction of its incorporation.

13. The total authorized shares of the corporation are: 2,000

The effective date of the stock change was the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

For year ending 1996 the apportionment percentage from the most recently filed Single Business

Tax return is: 7.6130%

Signed this 29 day of October, 1998.

By   
THOMAS W. RYAN (Signature)

THOMAS W. RYAN

VICE PRESIDENT

(Type or Print Name)

(Type or Print Title)

(MICH. - 67)