

9/29/98

11-24-1999

Document no. 1

FORM PTO-1594 (Rev. 6-93)



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COVER SHEET
S ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMP No. C551-001 (exp. 4/94)

Atty Docket No.

DOC. I.D. NO. 100908623

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

1. Name of conveying party(ies):

Franklin Oil Corp. (Ohio)

- Individuals(s)
- General Partnership
- Corporation-State - Delaware
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached Yes No

3. Nature of conveyance:

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

Execution Date: 4/30/96

2. Name and address of receiving party(ies)

Name: **MNA Lubricants Inc.**

Internal Address: **Corporation Trust Center**

Street Address: **1209 Orange Street**

City: **Wilmington** State: **DE** Zip: **19801**

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional names(s) & address(es) attached? Yes No

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,961,472 ULTRAGRIND

Additional numbers attached? Yes No

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

Name: **Sharan B. Flexner**

Internal Address: **Kilpatrick Stockton LLP**

Suite 2800

Street Address: **1100 Peachtree Street**

City: **Atlanta** State: **GA** Zip: **30309-4530**

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed - previously submitted

Authorized to be charged to deposit account

The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

11-0860

Chg. \$ 40

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.

Sharan B. Flexner

Name of Person Signing

Signature

Date

Originally Submitted
9/22/98

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

Resubmitted 3/2/99

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 "FRANKLIN OIL CORP. (OHIO)", CHANGING ITS NAME FROM "FRANKLIN OIL CORP. (OHIO)" TO "MNA LUBRICANTS INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF APRIL, A.D. 1996, AT 4:15 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9232045

DATE: 08-03-98

TRADEMARK

REEL: 001965 FRAME: 0314

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
FRANKLIN OIL CORP. (OHIO)**

FRANKLIN OIL CORP. (OHIO), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article 1 of the Certificate of Incorporation of the Corporation be amended, and as amended said Article shall be and read in its entirety as follows:

"1. The name of the corporation is MNA LUBRICANTS INC."

SECOND: That in lieu of a meeting and vote of stockholders, the holder of all of the outstanding stock of the Corporation has given its 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 said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

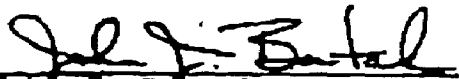
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APR 30 1996 (TUE) 15:55 WINTHROP STIMSON NY

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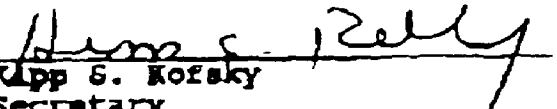
IN WITNESS WHEREOF, the Corporation has caused this certificate of amendment to be signed by John J. Bortak, its President and CEO, and attested by Kipp S. Kofsky, its Secretary, as of the 30 day of April, 1996.

FRANKLIN OIL CORP. (OHIO)



John J. Bortak
President and CEO

ATTEST:



Kipp S. Kofsky
Secretary