

FORM PTO-1594 (Rev. 6-93)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0501-0017 (exp. 4/94)

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101203631

To the Assistant Commissioner of Patents and Trademarks, U.S. Department of Commerce, Patent and Trademark Office, Washington, DC 20514-0001 original documents or copy thereof.

1. Name of conveying party(ies): **Franklin Oil Corp. (Ohio)** *MAD 9-29-98*

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

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

3. Nature of conveyance: **33**

Assignment Merger
 Security Agreement Change of Name
 Other _____

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) *TM*

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1,961,472 ULTRAGRIND

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*

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 *Sharan B. Flexner* Signature Date _____

Originally Submitted **9/22/98**
 Resubmitted **3/2/99**

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

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 "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

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:15 PM 04/30/1996
960125567 - 882339

**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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AN ROSWIS JOHN WINTHROP STIMPSON NY 15:35 (04/30/96) 004-7887

APR 24 '96 14:59 FR WINTHROP STIMSON NY 212 898 1588 TO 608185875-22156 --.00/00

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
John J. Bortak
President and CEO

ATTEST:

Kipp S. Kofsky
Kipp S. Kofsky
Secretary

#20138825.2

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