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10-28-1999

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



U.S. Department of Commerce
Patent and Trademark Office
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Effective Date
Month Day Year

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA _____

Composed of _____

Address (line 1)

Address (line 2) _____

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

10/28/1999 DMG:HYEN 00000025 080750 686841

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01 FC:481 40.00 CH
02 FC:482 25.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
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REEL: 001981 FRAME: 0112

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="686,841"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="687,137"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Lisabeth H. Coakley

10-20-99

Name of Person Signing

Signature

Date Signed

State of Delaware

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Office of the Secretary of State

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 MERGER, WHICH MERGES:

"MERITOR HEAVY VEHICLE SYSTEMS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "MERITOR HEAVY VEHICLE SYSTEMS, LLC" UNDER THE NAME OF "MERITOR HEAVY VEHICLE SYSTEMS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF SEPTEMBER, A.D. 1997, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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981085265

AUTHENTICATION:

DATE:

8954578

03-05-98

9-16-97

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CERTIFICATE OF MERGER

MERGING

MERITOR HEAVY VEHICLE SYSTEMS, INC.
(a Delaware corporation)

INTO

MERITOR HEAVY VEHICLE SYSTEMS, LLC
(a Delaware limited liability company)

Pursuant to Section 18-209 of the Delaware
Limited Liability Company Act and Section
264 of the Delaware General Corporation Law

MERITOR HEAVY VEHICLE SYSTEMS, LLC, a limited
liability company formed and existing under and by virtue of
the Delaware Limited Liability Company Act ("HVS LLC"), DOES
HEREBY CERTIFY that:

FIRST: HVS LLC is a limited liability company
formed and existing under the laws of the State of Delaware.
Meritor Heavy Vehicle Systems, Inc. ("HVS Inc.") is a
corporation organized and existing under the laws of the
State of Delaware.

SECOND: An Agreement and Plan of Merger between
HVS LLC and HVS Inc. providing for the merger of HVS Inc.
with and into HVS LLC has been approved, adopted, certified,
executed and acknowledged by each of HVS LLC and HVS Inc. in
accordance with the requirements of Section 18-209 of the

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Delaware Limited Liability Company Act and Section 264 of the Delaware General Corporation Law.

THIRD: The name of the surviving limited liability company is Meritor Heavy Vehicle Systems, LLC.

FOURTH: The merger shall be effective upon the filing of this Certificate of Merger in the office of the Secretary of State of the State of Delaware.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of HVS LLC. The address of the principal place of business of HVS LLC is 2135 West Maple Road, Troy, Michigan 98084.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by HVS LLC, on request and without cost, to any member of HVS LLC and any stockholder of HVS Inc.

IN WITNESS WHEREOF, MERITOR HEAVY VEHICLE SYSTEMS, LLC has caused this Certificate of Merger to be duly executed on this 15th day of September, 1997.

MERITOR HEAVY VEHICLE SYSTEMS, LLC

By: Brent E. Reed
Brent E. Reed
Vice President