

FORM PTO-1618A
Expires 06/30/99
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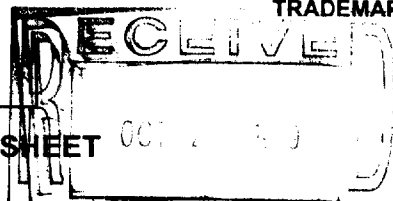
11-03-1999

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101190980

RECORDATION FORM COVER SHEET
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MW
10-21-99

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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

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.)

- Citizenship/State of Incorporation/Organization

11/02/1999 NTHA11 00000289 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:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 001983 FRAME: 0803

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)

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: #

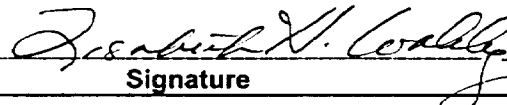
Authorization to charge additional fees: Yes No

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

Name of Person Signing



Signature

10-20-99

Date Signed

State of Delaware

PAGE 1

#2

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 AMENDMENT OF "ROCKWELL HEAVY VEHICLE SYSTEMS, INC.", CHANGING ITS NAME FROM "ROCKWELL HEAVY VEHICLE SYSTEMS, INC." TO "MERITOR HEAVY VEHICLE SYSTEMS, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF AUGUST, A.D. 1997, AT 12 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8957394

03-06-98

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TRADEMARK
REEL: 001983 FRAME: 0805

Received: 10/20/99 11:25AM:

248 435 8354 -> HARNESS, DICKEY & PIERCE; Page 3

P.03/07

OCT 20 '99 11:28 FR LEGAL DEPT
FROM CORPORATION TRUST DOVER 302-674-8340

248 435 8354 TO 96410270
(FRI) 03.06'98 11:14/ST. 11:13/NO. 3560870038 P 2

#2

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 08/16/1997
97LRT2486 - 2650155

302 655 5049 # 2/2

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ROCKWELL HEAVY VEHICLE SYSTEMS, INC.**

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

Rockwell Heavy Vehicle Systems, Inc., a corporation organized and existing under the
General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as
follows:

FIRST: Resolutions setting forth proposed amendments to the Certificate of
Incorporation of the Corporation, declaring said amendments to be advisable and directing that
said amendments be submitted to the sole stockholder of the Corporation for its consideration
were duly adopted by the Unanimous Written Consent of the Board of Directors of the
Corporation dated as of August 11, 1997

SECOND: Thereafter, said amendments were approved in accordance with Section 228
of the General Corporation Law of the State of Delaware by the Consent of Sole Stockholder of
the Corporation dated as of August 11, 1997.

THIRD: Said amendments would amend the Certificate of Incorporation of the
Corporation by deleting ARTICLES I and IV and substituting in lieu thereof the following new
ARTICLES I and IV, to read in their entirety as follows:

OCT 20 '99 11:28 FR LEGAL DEPT
FROM CORPORATION TRUST DOVER 302-674-8340

248 435 8354 TO 96410270 P.04/07
(FRI) 03 06 '98 11:14/ST. 11:13/NO. 3560870038 P 3

#2

**ARTICLE I: The name of the Corporation is Meritor Heavy Vehicle
Systems, Inc.**

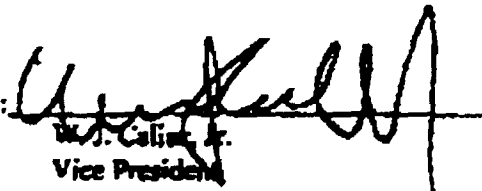
**ARTICLE IV: The total number of shares of all classes of stock which the
Corporation shall have authority to issue is Ten Thousand (10,000) shares, of
which Ten Thousand (10,000) shares of the par value of \$1 each are to be of a
class designated Common Stock."**

**FOURTH: Said amendments were duly adopted in accordance with the provisions of
Section 242 of the General Corporation Law of the State of Delaware.**

**FIFTH: Said amendments shall become effective immediately upon filing of this
Certificate of Amendment of Certificate of Incorporation with the Secretary of State of the State
of Delaware**

**IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its
officer thereunto duly authorized this 11th day of August, 1997.**

ROCKWELL HEAVY VEHICLE SYSTEMS, INC.

By: 
W.J. Collins Jr.
Vice President