

MD 11.10.99



101208961

To the Honorable Commissioner

1. Name of conveying party(ies):

Bidwell Consolidated Industries, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State of Connecticut
- Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: February 8, 1995

Address of receiving party(ies):

Name: Bidwell Industrial Group, Inc.
 Internal Address:
 Street Address: 2055 South Main Street
 City: State: Zip: Middletown, Connecticut 06457

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

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

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) 519,152

Additional numbers attached? Yes No

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

Name: Francis J. Duffin, Esq.
 Internal Address: Wiggin & Dana
 Street Address: One Century Tower
 City: New Haven, State: CT Zip: 06508-1832

CERTIFICATE OF MAILING BY "EXPRESS MAIL"

"Express Mail" mailing label No EL158535282US

I hereby certify that this correspondence is addressed to the Commissioner of Patents & Trademarks, Box Assignments, Washington, DC 20231, and is being deposited with the United States Postal Service "Express Mail Post Office to Addressee"

Service on December 10, 1999

(Printed or typed name of person mailing the paper or fee)

Francis J. Duffin
(Signature of the person mailing the paper or fee)

(Date of Signature) December 10, 1999

6 Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8 Deposit account number: 23-1665

(Attach duplicate copy of this page if paying by deposit account)

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.

Francis J. Duffin, Esq.
Name of Person Signing

Francis J. Duffin
Signature

11/10/99
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

519152
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CERTIFICATE AMENDING OR RESTATING CERTIFICATE OF INCORPORATION
6-1-38 Rev 9/90
Steck Corporation

STATE OF CONNECTICUT
SECRETARY OF THE STATE
30 TRINITY STREET
HARTFORD, CT 06106

1. Name of Corporation (Please enter name within lines)

Bidwell Consolidated Industries, Inc.

2. The Certificate of Incorporation is: (Check one)

- A. Amended only, pursuant to Conn. Gen. Stat. §33 - 360.
- B. Amended only, to cancel authorized shares (state number of shares to be cancelled, the class, the series, if any, and the par value, P.A. 90-107.)
- C. Restated only, pursuant to Conn. Gen. Stat. §33 - 362(a).
- D. Amended and restated, pursuant to Conn. Gen. Stat. §33 - 362(c).
- E. Restated and superseded pursuant to Conn. Gen. Stat. §33 - 362(d).

Set forth here the resolution of amendment and/or restatement. Use an 8 1/2 X 11 attached sheet if more space is needed. Conn. Gen. Stat. §1 - 9.

RESOLVED: That the name of the corporation is Bidwell Industrial Group, Inc.

(If 2A or 2B is checked, go to 5 & 6 to complete this certificate. If 2C or 2D is checked, complete 3A or 3B. If 2E is checked, complete 4.)

3. (Check one)

- A. This certificate purports merely to restate but not to change the provisions of the original Certificate of Incorporation as supplemented and amended to date, and there is no discrepancy between the provisions of the original Certificate of Incorporation as supplemented and amended to date, and the provisions of this Restated Certificate of Incorporation. (If 3A is checked, go to 5 & 6 to complete this certificate.)
- B. This Restated Certificate of Incorporation shall give effect to the amendment(s) and purports to restate all those provisions now in effect not being amended by such new amendment(s). (If 3B is checked, check 4, if true, and go to 5 & 6 to complete this Certificate.)

4. (Check, if true)

- This restated Certificate of Incorporation was adopted by the greatest vote which would have been required to amend any provision of the Certificate of Incorporation as in effect before such vote and supersedes such Certificate of Incorporation.

5. The manner of adopting the resolution was as follows

- A. By the board of directors and shareholders, pursuant to Conn. Gen. Stat. §33 - 360.
 Vote of Shareholders: (Check (i) or (ii), and check (iii) if applicable)
 - (i) No shares are required to be voted as a class; the shareholder's vote was as follows:

 Vote Required for Adoption 667 Vote Favoring Adoption 1000
 - (ii) There are shares of more than one class entitled to vote as a class. The designation of each class required for adoption of the resolution and the vote of each class in favor of adoption were as follows:
 (Use an 8 1/2 x 11 attached sheet if more space is needed. Conn. Gen. Stat. § 1 - 9.)
 - (iii) Check here if the corporation has 100 or more recordholders, as defined in Conn. Gen. Stat. §33 311a(a).

- B. By the board of directors acting alone, pursuant to Conn. Gen. Stat. § 33 - 360(b)(2) or 33-362(a).
 The number of alternative votes required to adopt such resolution is: _____
 The number of directors' votes in favor of the resolution was: _____

We hereby declare, under the penalties of false statement, that the statements made in the foregoing certificate are true:

(Print or Type)	Signature	(Print or Type)	Signature
Name of Pres. or Pres.		Name of Sec. or Sec.	
Donald Bidwell	<i>Donald Bidwell</i>	Robert T. Johnson	<i>Robert T. Johnson</i>

- C. The corporation does not have any shareholders. The resolution was adopted by vote of at least two-thirds of the incorporators before the organization meeting of the corporation, and approved in writing by all subscribers for shares of the corporation. If there are no subscribers, state NONE below.

We (at least two-thirds of the incorporators) hereby declare, under the penalties of false statement, that the statements made in the foregoing certificate are true

Signed Incorporator	Signed Incorporator	Signed Incorporator
Signed Subscriber	Signed Subscriber	Signed Subscriber

(Use an 8 1/2 X 11 attached sheet if more space is needed. Conn. Gen. Stat. § 1 - 9)

6. Dated at Middletown this 8th day of February, 1995

REC-CC GS: (Type or Print)
WIGGIN & DANA
 ONE CITYPLACE
 HARTFORD, CT 06103-3403

Please provide filer's name and complete address for mailing receipt