

FORM PTO-1594  
(Rev. 8-93)

OMB No. 0651-0011 (exp. 4/94)

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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

1. Name of conveying party(ies):  
Materials Research Corporation,  
a New York corporation

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State New York  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: Materials Research Corporation, a Delaware corporation  
 Internal Address: \_\_\_\_\_  
 Street Address: Route 303  
Orangeburg NY 10962  
 City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

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

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: October 30, 1989

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

0861258

Additional numbers attached?  Yes  No

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

Name: Helen H. Duncan  
 Internal Address: MI-557  
 \_\_\_\_\_  
 \_\_\_\_\_

Street Address: c/o Praxair, Inc.  
39 Old Ridgebury Road.  
 City: Danbury State: CT ZIP: 06810

6. Total number of applications and registrations involved: ..... 7

7. Total fee (37 CFR 3.41).....\$ 190.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
16-2440  
 (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.* Charges to deposit account are authorized, as indicated herein.

Robert J. Follett                              Robert J. Follett                              March 15, 2000  
 Name of Person Signing                              Signature                              Date

Total number of pages including cover sheet, attachments, and document: 6

Continuation of Item 4

REGISTRATION NUMBER

IDENTIFICATION OF MARK

1023970

MRC & Design

1587439

ULTRAGRADE

1593970

CCH

1594025

FOCEST

1594026

INSET

1762627

PERMABOND

FILED

*RAM*

OCT 30 1989

899303115

CERTIFICATE OF OWNERSHIP AND MERGER  
of  
MATERIALS RESEARCH CORPORATION.  
into  
SONY MRC ACQUISITION CORP.

*Michael P. Schulhof*  
PRESIDENT OF SONY

Under Section 253 of the Delaware General Corporation Law

Sony MRC Acquisition Corp. ("Sony"), a Delaware corporation,  
does hereby certify:

FIRST: Sony is a business corporation of the State of  
Delaware.

SECOND: Sony owns at least 90% of the issued and  
outstanding shares of the common stock of Materials Research  
Corporation ("MRC"), a New York business corporation; such common  
stock being the only class of the capital stock of MRC.

THIRD: The laws of the jurisdiction of organization of MRC  
permit the merger of a business corporation of that jurisdiction  
with a business corporation of another jurisdiction.

FOURTH: Sony hereby merges MRC into itself.

FIFTH: Attached hereto as Exhibit A is a copy of the  
resolutions of the Board of Directors of Sony, and the exhibits  
thereto, duly adopted as of the 26th day of September, 1989,  
authorizing Sony to merge MRC into itself.

IN WITNESS WHEREOF, Sony has caused this certificate to be  
signed by Michael P. Schulhof, its President, and attested to by  
Kenneth L. Nees, its Secretary, this 27th day of September, 1989.

SONY MRC ACQUISITION CORP.

By *Michael P. Schulhof*  
Michael P. Schulhof,  
President

ATTEST:  
*Kenneth L. Nees*  
Kenneth L. Nees,  
Secretary

Exhibit A

UNANIMOUS WRITTEN CONSENT

OF

BOARD OF DIRECTORS

OF

SONY MRC ACQUISITION CORP.

(a Delaware corporation)

The undersigned, being all of the directors of SONY MRC ACQUISITION CORP. (the "Corporation"), a Delaware corporation, acting without a meeting pursuant to Section 141(f) of the General Corporation Law of the State of Delaware (the "GCL"), do hereby consent in writing to the adoption of the following resolutions:

WHEREAS, the Corporation has purchased an aggregate of 4,003,132 shares of the common stock, par value \$1.00 per share, of Materials Research Corporation ("MRC") (the "MRC Shares"), constituting at least 90% of all outstanding shares of MRC.

NOW, THEREFORE, be it

RESOLVED, that the Plan of Merger providing for the merger (the "Merger") of MRC with and into the Corporation, a copy of which Plan of Merger is annexed hereto as Exhibit A, is hereby adopted; and

RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to prepare or cause to be prepared and to execute and file (i) with the Secretary of State of the State of New York a Certificate of Merger, substantially in the

form annexed hereto as Exhibit B, pursuant to Section 907 of the New York Business Corporation Law and (ii) with the Secretary of State of the State of Delaware, a Certificate of Ownership and Merger, substantially in the form annexed hereto as Exhibit C, pursuant to Section 253 of the GCL; and

RESOLVED, that, upon the effectiveness of the Merger, paragraph FIRST of the Certificate of Incorporation of the Corporation be amended to read as follows:

"FIRST: The name of the corporation (the "Corporation") is Materials Research Corporation."


RESOLVED, that the appropriate officers of the Corporation be, and they hereby are, directed to submit the proposed change of name to the sole shareholder of the Corporation for its authorization, approval and adoption; and

RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to take all such further action and to execute, deliver, certify and file all such further instruments and documents, in the name and on behalf of the Corporation, under its corporate seal or otherwise, and to pay all such costs and expenses as such officers shall approve as necessary or advisable to carry out the intent and accomplish the purpose of the foregoing resolutions and the transactions contemplated thereby, the taking of such actions and the execution, delivery, certification and filing of such documents to be conclusive evidence of such approval.

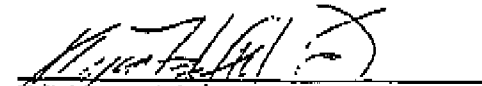
This Consent may be executed in any number of counterparts,

each of which shall be an original and all of which shall  
together constitute one and the same Consent.

IN WITNESS WHEREOF, the undersigned have executed this  
Consent as of the 26th day of September, 1989.

  
Masaaki Morita

  
Michael P. Schulhof

  
Kyoji Hoshikawa

  
Kenneth L. Nees