

mw
3/7/00 RE

03-20-2000



SHEET

Y

Tab settings = 0 0 0 ▼

101292472

To the Honorable Commissioner of Pa

attached original documents or copy thereof.

1. Name of conveying party(ies):
CANTIERI NAVALI DELL'ADRIATICO S.r.l.

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

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

2. Name and address of receiving party(ies)

Name: PERSHING S.p.A.

Internal Address: _____

Street Address: Viale Marche, 2/4

Castelvecchio di Monteporzio (PS)

City: _____ State: ITALY ZIP: 61030

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Company

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
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: April 15, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,161,606

Additional numbers attached? Yes No

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

Name: Stewart L. Gitler

Internal Address: Hoffman, Wasson & Gitler, P.C.

Suite 522

Street Address: 2361 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

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: DEFICIENCIES ONLY!!!

08-2455

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

03/20/2000 DNGUYEN 00000043 2161606

FC:481

40.00 DP

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.

Stewart L. Gitler
Name of Person Signing

Stewart L. Gitler
Signature

3/6/00
Date

Total number of pages including cover sheet, attachments, and document: 5

Mark: PERSHING

Registration No: 2,161,606

International Class: 12

Attorney's Docket No: T-5685

**POWER OF ATTORNEY/APPOINTMENT OF
DOMESTIC REPRESENTATIVE**

Registrant appoints the following members of the firm of Hoffman, Wasson & Gitler, PC, 2361 Jefferson Davis Highway, Suite 522, Arlington, Virginia, 22202, U.S.A.

Stewart L. Gitler
Martin P. Hoffman
Mitchell B. Wasson
Douglas W. Robinson
Christopher J. McDonald

its attorneys to transact all business in the U.S. Patent and Trademark Office in connection therewith.

Please direct all correspondence to:

Stewart L. Gitler, Esq.
HOFFMAN, WASSON & GITLER, PC
2361 Jefferson Davis Highway
Suite 522
Arlington, VA 22202
(703) 415-0100

In addition, Registrant appoints Stewart L. Gitler, a member of the Bar(s) of New York and Virginia, whose postal address is 2361 Jefferson Davis Highway, Suite 522, Arlington, Virginia 22202, to be its domestic representative upon whom notice or process in proceedings affecting the mark may be served.

PERSHING S.P.A.

Feb. 4th, 2000
Date

Name : FABIO FRATERNALE
Title: C.E.D.

PERSHING S.p.A.
Viale Marche, 2/4 - Tel. 0721.955721
61030 Castelveccchio di Monteporzio (PS)
Cod. Fisc. 02622370407
Partita IVA 01488760412

Attorney's Docket: T-5685.ADR/lat

**TRADEMARK
REEL: 002036 FRAME: 0287**

----- MERGER DEED -----

-----Italian Republic -----

In the year 1993, on 25 August, in Rimini, at my
office in Via Cairoli n. 23.-----

----- 25 August 1999-----

In front of me Mr. Umberto Zio, Notary in Rimini,
enrolled in the united districts of Forlì and Rimini
Notaries College, without the tests' assistance , to
which the appearers renounced by common consent and
with my permission, are present Messrs:

-FILIPETTI FAUSTINO, undertaker, born in San Costanzo
on September 30, 1952, resident in Monterado (AN), Via
2 Giugno 14, who takes part in this deed in his
exclusive role of director of the Company "CANTIERI
NAVALI DELL'ADRIATICO S.r.l.", Company with single
shareholder, with seat in Monteporzio (PS), Viale
Marche n. 2/4, share capital of 200.000.000 (two
thousand millions) in Italian Liras, entirely paid-up,
registered under the number 10.046 in the Companies'

register of Pesaro, Fiscal Code 01139010415 -----

-----;
-MINGUZZI MRS GRAZIELLA, professional, born in Rimini
(RN) on September 14, 1968, domiciled in Rimini, Via
Bertola n. 55, who takes part and acts in this deed in
her exclusive role of sole administrator of the
Company "PERSHING S.p.a.", with seat in Rimini (RN),
Via Bertola n. 55, share capital of 200.000.000 (two
thousand millions) in Italian Liras, registered under
the number 21.962/1998 in the Companies' register of
Rimini, Fiscal Code 02622370407-----

The aboves, whose personal identity, role and signing
powers, I am sure,-----

----- PREMISE -----

-that the above mentioned Companies "CANTIERI NAVALI
DELL'ADRIATICO S.r.l." and "PERSHING S.p.a.", with
deliberations of merger dated April 15, 1999, have
approved to merge through incorporation of the first
company in the second one, on the basis of their
respective financial positions on February 28, 1999,
already enclosed to the merger's projects-----;

omissis

6)- According to what is indicated in the merger's project, approved in the merger's deliberations, the merging Company "PERSHING S.p.a." will maintain its actual name and transfer its seat from Rimimni, Via Bertola n. 55, to Monteporzio (PS), Viale Marche n.2/4.-----

..omissis..

8)-Furthermore, the incorporated Company "CANTIERI NAVALI DELL'ADRIATICO S.r.l." is holder of the following trademarks, already registered or filed in its name in Italy or abroad, as it results from enclosure B.

..omissis..