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RECORDATION COVER SHEET
TRADEMARKS ONLY

04-03-2000



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

To the Honorable Commissioner of Patents and Trademarks: Please record the att

101303616

1. Name of conveying party(ies):
 Extrusion Dies, Inc.
 911 Kurth Road
 Chippewa Falls, Wisconsin 54729

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Wisconsin
 Other _____

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

2. Name and address of receiving party(ies)
 Name: Extrusion Dies, Inc.
 Internal Address: _____
 Street Address: 911 Kurth Road
 City: Chippewa Falls State: Wisconsin ZIP: 54729

Individual(s) _____
 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: January 13, 1989

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,177,743	1,994,874
1,702,405	1,254,356
980,994	

Additional numbers attached? Yes No

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

Name: Elizabeth C. Buckingham
 Internal Address: Dorsey & Whitney LLP

Street Address: 220 South Sixth Street

City: Minneapolis State: MN ZIP 55402

6. Total Number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41). \$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
04-1420
 (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.

Elizabeth C. Buckingham Elizabeth C. Buckingham February 25, 2000
 Name of person Signing Signature Date

Total number of pages comprising cover sheet: 1

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

03/31/2000 BNGUYEN 00000046 2177743

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01 FC:481
02 FC:482

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100.00 OP

Documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

State of Delaware
Office of the Secretary of State PAGE 1

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 OWNERSHIP, WHICH MERGES:

"EXTRUSION DIES, INCORPORATED", A WISCONSIN CORPORATION, WITH AND INTO "EDC INTERNATIONAL CORPORATION" UNDER THE NAME OF "EXTRUSION DIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF JANUARY, A.D. 1989, AT 10 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2088174 8100M

981230782

AUTHENTICATION: 9139299

DATE: 06-15-98

TRADEMARK
REEL: 002042 FRAME: 0392

FILED

JAN 18 1989

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CERTIFICATE OF OWNERSHIP AND MERGER
OF
EXTRUSION DIES, INCORPORATED
INTO
EDC INTERNATIONAL CORPORATION

[Signature]
SECRETARY OF STATE

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Pursuant to Section 253 of the General Corporation Law
of the State of Delaware, EDC International Corporation, a
Delaware corporation (the "Company" or the "Surviving
Corporation"), hereby certifies to the following information
relating to the merger (the "Merger") of Extrusion Dies,
Incorporated, a Wisconsin corporation ("EDI"), with and into
the Company:

- FIRST: That the Company is a corporation formed under the laws of the State of Delaware, and its Certificate of Incorporation was filed in the office of the Secretary of State of the State of Delaware on the 11th day of April, 1986;
- SECOND: That EDI is a corporation formed under the laws of the State of Wisconsin and its Articles of Incorporation were filed in the office of the Secretary of State of the State of Wisconsin on the 11th day of February, 1971;
- THIRD: That the Company owns all of the outstanding capital stock of EDI.
- FOURTH: That the Board of Directors of the Company adopted by unanimous written consent on January 13, 1989 the following resolutions in connection with the Merger of EDI with and into the Company:
- RESOLVED: That, pursuant to Section 253 of the Delaware General Corporation Law, EDI shall be merged with and into the Company; that the effective date of the Merger shall be upon the date of the earlier of (A) if the Articles of Merger and Plan of Merger shall have then or

theretofore been filed with the Secretary of State of Wisconsin, the date of the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware and if such Articles of Merger and Plan of Merger shall not have been so filed on or before such date, then the first date thereafter on which such Articles of Merger and Plan of Merger shall have been so filed and (B) the 89th date after the date of the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware; and that the President, each Vice President and the Secretary of the Company at the time in office be and they are and each of them acting singly hereby is authorized and empowered, in the name and on behalf of the Company, to take any and all action and to execute and deliver any and all documents, agreements, instruments, or certificates, including without limitation, executing, filing and recording such Certificate of Ownership and Merger pursuant to Sections 103 and 253(a) of the Delaware General Corporation Law, and executing, filing and recording such Articles of Merger and Plan of Merger pursuant to Section 180.685 of the Wisconsin Business Corporation Law, and to do or cause to be done any and all other things as may be shown by his or their judgment necessary, desirable, or appropriate in order to give effect to and carry out the intent of this resolution, the execution and delivery of any such document, instrument, or certificate, the taking of any such action, and the doing of any such thing to be conclusive evidence of the authority of the officer or officers so acting in the premises and to be conclusive evidence that the same has been approved by this resolution.

RESOLVED: That, pursuant to Section 253(b) of the Delaware General Corporation Law, the corporate name of the Surviving Corporation be changed to the following name:

Extrusion Dies, Inc.

RESOLVED: That the issued shares of capital stock of EDI, all of which are held of record by the Company, and any treasury shares of capital stock of EDI, shall, by virtue of the Merger and without any action on the part of the holder thereof, be retired and cancelled without consideration or conversion.

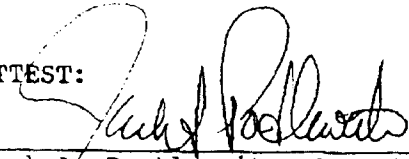
RESOLVED: That the officers of the Company at the time in office be and they are and each of them acting singly hereby is authorized and empowered, in the name and on behalf of the Company, to take any and all action and to execute and deliver any and all documents, agreements, instruments, or certificates and to do or cause to be done any and all other things as may be shown by his, her or their judgment necessary, desirable, or appropriate in order to give effect to and carry out the intent of the resolutions adopted hereby and in connection with the Merger of EDI with and into the Company, the execution and delivery of any such document, instrument, or certificate, the taking of any such action, and the doing of any such thing to be conclusive evidence of the authority of the officer or officers so acting in the premises and to be conclusive evidence that the same has been approved by this resolution.

FIFTH: That this Certificate shall be effective upon the date of the earlier of (A) if the Articles of Merger and Plan of Merger shall have then or theretofore been filed with the Secretary of State of Wisconsin, the date of the filing of this Certificate with the Secretary of State of the State of Delaware, and if such Articles and Plan of Merger shall not have been filed on or before such

date, then on the first date thereafter on which such Articles of Merger and Plan of Merger shall have been so filed and (B) the 89th day after the date of filing of this Certificate with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by the President of the Company and attested by the Secretary of the Company on this 13 day of January, 1989.

ATTEST:


Jack A. Postlewaite, Secretary

By:


John J. Altmann, President

[JCMERG.SL]