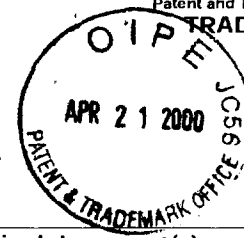


05-08-2000



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4-21-00

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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 # \_\_\_\_\_
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Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

#### Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other \_\_\_\_\_
- License
- Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year  
\_\_\_\_\_

#### Conveying Party

Mark if additional names of conveying parties attached

Name The Cleveland Twist Drill Company

Execution Date  
Month Day Year  
6 2 99

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 Greenfield Industries, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 470 Old Evans Road

Address (line 2) \_\_\_\_\_

Address (line 3) Evans

Georgia

30809

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization \_\_\_\_\_

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.)

05/04/2000 NGUYEN 00000317 527655

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**TRADEMARK**  
REEL: 002067 FRAME: 0920

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

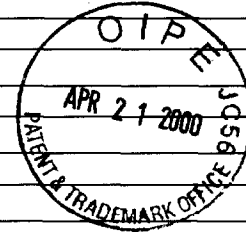
Name

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)**

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**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.

Shelly L. McGee

*Shelly L. McGee*

4/21/00

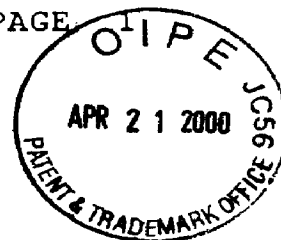
Name of Person Signing

Signature

Date Signed

State of Delaware  
Office of the Secretary of State

PAGE



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:

"THE CLEVELAND TWIST DRILL COMPANY", A OHIO CORPORATION, WITH AND INTO "GREENFIELD INDUSTRIES, INC." UNDER THE NAME OF "GREENFIELD INDUSTRIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF JUNE, A.D. 1999, AT 12 O'CLOCK P.M.



Edward J. Freel, Secretary of State

2089387

991349715

AUTHENTICATION: 9935726

DATE: 08-24-99

TRADEMARK  
REEL: 002067 FRAME: 0922

STATE OF DELAWARE  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 FILED 12:00 PM 06/04/1999  
 991224919 - 2089387

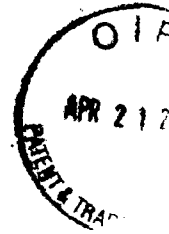
CERTIFICATE OF OWNERSHIP AND MERGER

OF

THE CLEVELAND TWIST DRILL COMPANY  
 (an Ohio Corporation)

INTO

GREENFIELD INDUSTRIES, INC.  
 (a Delaware Corporation)



It is hereby certified that:

1. Greenfield Industries, Inc. hereinafter sometimes referred to as the "Corporation" is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of The Cleveland Twist Drill Company which is also a business corporation of the State of Ohio.
3. The laws of the jurisdiction of organization of The Cleveland Twist Drill Company permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges The Cleveland Twist Drill Company into the Corporation.
5. The following is a copy of the resolutions adopted on June 2, 1999 by the Board of Directors of the Corporation to merge the said The Cleveland Twist Drill Company into the Corporation:

RESOLVED that The Cleveland Twist Drill Company be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of The Cleveland Twist Drill Company be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by The Cleveland Twist Drill Company in its name.


RESOLVED that this Corporation shall assume all of the obligations of The Cleveland Twist Drill Company.

RESOLVED that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of Ohio and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization

of the The Cleveland Twist Drill Company and of this Corporation and in any other appropriate jurisdiction.

Executed on June 2, 1999.

GREENFIELD INDUSTRIES, INC.

By:   
Name: H. P. MAHANES  
Title: PRESIDENT