

05-31-2000

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To the Honorable Commissioner of Pa

attached original documents or copy thereof.

1. Name of conveying party(ies):

Fontaine Fifth Wheel Company

5-15-00

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Association
- Limited Partnership
- Merger
- Change of Name

Execution Date: October 29, 1999

Address of receiving party(ies):

Name: Fontaine International, Inc.

Internal Address:

Street Address: 171 Cleage Drive

City: Birmingham State: AL ZIP: 35217

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

698,892

Additional numbers attached? Yes No

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

Name: Thomas W. Ryan, Esq.

Internal Address: Piper Marbury Rudnick & Wolfe

Street Address: P.O. Box 64807

City: Chicago State: IL ZIP: 60601

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:

18-2284

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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.

Thomas W. Ryan

Name of Person Signing

Signature

May 11, 2000

Date

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

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 AMENDMENT OF "FONTAINE FIFTH WHEEL COMPANY", CHANGING ITS NAME FROM "FONTAINE FIFTH WHEEL COMPANY" TO "FONTAINE INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF OCTOBER, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2062911 8100

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AUTHENTICATION: 0429607

DATE: 05-10-00

TRADEMARK
REEL: 002080 FRAME: 0287

CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION
OF
FONTAINE FIFTH WHEEL COMPANY

The undersigned, Robert W. Webb, Secretary of FONTAINE FIFTH WHEEL COMPANY,
does hereby certify as follows:

FIRST: That the name of the Corporation is FONTAINE FIFTH WHEEL COMPANY;

SECOND: That the Certificate of Incorporation was filed in the Office of the Secretary of
State of Delaware on the 29th day of May, 1985.

THIRD: That the Certificate of Incorporation of said Corporation has been
amended as follows:

ARTICLE FIRST of the Certificate of Incorporation is hereby amended to
read as follows: "FIRST: The name of the corporation is:

FONTAINE INTERNATIONAL, INC."

FOURTH: That the effective date of such amendment shall be October 31, 1999.

FIFTH: That such amendment has been duly adopted in accordance with the provisions
of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, being the Secretary hereinabove named, for
the purpose of amending the Certificate of Incorporation of the Corporation, pursuant to the
General Corporation Law of the State of Delaware, does hereby certify the adoption of the
amendment, declaring that the facts herein stated are true, and accordingly has hereunto signed
this Certificate this 18th day of October, 1999.

FONTAINE FIFTH WHEEL COMPANY



Robert W. Webb, Secretary