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- Effective Date
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Name

Formerly

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

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Trademark Application Number(s) or Registration Number(s)

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Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2344558"/>	<input type="text" value="1781419"/>	<input type="text" value="1881835"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1836782"/>	<input type="text" value="1169261"/>	<input type="text" value="1951574"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1786460"/>	<input type="text" value="1951573"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

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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.

Otto R. Lies

6/26/00

Name of Person Signing

Signature

Date Signed

Office of the Secretary of State

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:

"NPT, INC.", A WISCONSIN CORPORATION,

"SIL-MED CORPORATION", A MASSACHUSETTS CORPORATION,

WITH AND INTO "SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION" UNDER THE NAME OF "SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1999, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1999.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

AUTHENTICATION:

0168461

DATE:

12-29-99

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**NPT, INC.
AND
SIL-MED CORPORATION**

INTO

SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION

**SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION, a
corporation organized and existing under the laws of the State of Delaware,
DOES HEREBY CERTIFY:**

**FIRST: That this corporation was incorporated on the 11th day of
December, 1981, pursuant to the General Corporation Law of the State of
Delaware.**

**SECOND: That this corporation owns all of the outstanding shares
(of each class) of the stock of the following corporations:**

**(1) NPT, Inc., a corporation incorporated on the 15th day of
December, 1994, pursuant to the Wisconsin Business Corporation Law ("NPT");**

**(2) Sil-Med Corporation, a corporation incorporated on the 31st
day of October, 1974, pursuant to the Massachusetts Business Corporation Law
("Sil-Med").**

**THIRD: That this corporation, by the following resolutions of its
Board of Directors, duly adopted on December 13, 1999 by unanimous written**

consent of its members, filed with the minutes of the Board, determined to and did merge into itself said NPT and Sil-Med:

RESOLVED, that Saint-Gobain Performance Plastics Corporation merge into itself NPT, Inc., a Wisconsin corporation, and Sil-Med Corporation, a Massachusetts corporation, the wholly owned subsidiaries of Saint-Gobain Performance Plastics Corporation, and assume their liabilities, pursuant to the provisions of Section 253 of the Delaware General Corporation Law, Sections 180.1101, 180.1104, 180.1105, and 180.1107 of the Wisconsin Statutes, and Sections 79 and 82 of Chapter 156B of the Massachusetts Business Corporation Law, upon the terms set forth in the Agreement and Plan of Merger submitted to this Board ("NPT/Sil-Med Merger Agreement") and that such Merger Agreement is hereby approved and adopted.

FURTHER RESOLVED, that the merger shall be effective on December 31, 1999.

FURTHER RESOLVED, that the terms and conditions of the merger are as follows:

All outstanding shares of common stock of NPT, INC. and SIL-MED CORPORATION shall be cancelled on the effective date of the merger. Since all of the issued and outstanding shares of NPT, INC. and SIL-MED CORPORATION are owned by Saint-Gobain Performance Plastics Corporation, no shares of Saint-Gobain Performance Plastics Corporation are to be issued and Saint-Gobain Performance Plastics Corporation shall receive no consideration as a result of the merger provided for herein.

FURTHER RESOLVED, that the proper officers of Saint-Gobain Performance Plastics Corporation be and hereby are directed to make and execute a Certificate of Ownership and Merger with the Delaware Secretary of State, Articles of Merger with the Wisconsin Department of Financial Institutions, and Articles of Merger with the Massachusetts Secretary of State and that said officers are hereby authorized and empowered to execute any and all other documents necessary to effectuate the NPT/Sil-Med Merger Agreement.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated or abandoned by the Board of Directors of Saint-Gobain Performance Plastics Corporation at any

time prior to the time that this merger filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, said Saint-Gobain Performance Plastics Corporation has caused this Certificate to be signed by Mark V. Barter, its Vice President, this 13th day of December, 1999.

Saint-Gobain Performance Plastics
Corporation

By Mark V. Barter
Mark V. Barter, Vice President

Attest:

Walter S. Peake
Walter S. Peake, Assistant Secretary