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7-10-00



-Y

814-6662

To the Honorable Commissioner of

101419602

attached original documents or copy thereof.

1. Name of conveying party(ies): 7-10-00
Whatman Inc. (and Whatham Specialty Products, Inc.)

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

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

3. Nature of conveyance:

- Assignment by
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 31, 1994

2. Name and address of receiving party(ies)

Name: Balston Inc.
 Internal Address: 703 Massachusetts Avenue, Lexington, MA
 Street Address: 02173
 City: _____ State: _____ ZIP: _____

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,837,718

Additional numbers attached? Yes No

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

Name: H. John Campaign
 Internal Address: Graham, Campaign P.C.
Suite 1300
 Street Address: 36 West 44th Street
 City: NY State: NY ZIP: 10036-8178

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:

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

07/31/2000 DNGUYEN 00000312 1837718

01 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.

H. John Campaign
Name of Person Signing

Signature

June 7, 2000
Date

Total number of pages including cover sheet, attachments, and document: 12

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY
Secretary of State
ONE ASHBURTON PLACE
BOSTON, MASS. 02108

FEDERAL IDENTIFICATION NO. 04245494

FEDERAL IDENTIFICATION MNO. 222714596

Examiner

ARTICLES OF CONSOLIDATION MERGER*
PURSUANT TO GENERAL LAWS, CHAPTER 156B, SECTION 79

071
081

The fee for filing this certificate is prescribed by General Laws, Chapter 156B, Section 114.
Make checks payable to the Commonwealth of Massachusetts.

CONSOLIDATION MERGER* OF

Del. Reg.

Whatman Inc., a Delaware Corporation

Balston, Inc., a Massachusetts corporation

Reg. m. Whatman Specialty Products, Inc.,
a Delaware corporation

the constituent corporations

into B Balston, Inc.

Massachusetts

the resulting surviving* corporation organized under the laws of
as specified in the agreement referred to in Paragraph 1 below.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of consolidation* merger* has been duly adopted in compliance with the requirements of subsections (b) and (c) of General Laws, Chapter 156B, Section 79, and will be kept as provided by subsection (c) thereof. The resulting* surviving* corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the consolidation* merger* determined pursuant to the agreement referred to in paragraph 1 shall be December 31, 1994.

3. (For a merger)

** The following amendments to the articles of organization of the SURVIVING corporation to be effected pursuant to the agreement of merger referred to in paragraph 1 are as follows:

The Articles of Incorporation of Balston, Inc. are to be amended so that Article 1 is amended and restated in its entirety to read as follows:

Article 1 is amended and restated in its entirety to read as follows:
The purpose of this corporation is to...

"The name by which the corporation shall be known is Whatman Inc."

- *Delete the inapplicable words.
**If there are no provisions state "NONE."

NOTE: If the space provided under article 3 is insufficient, additions shall be set forth on separate 8 1/2 x 11 inch sheets of paper, leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

(MASS. - 1676 - 10/12/89)

(b) The total number of shares and the par value, if any, of each class of stock which the resulting corporation is authorized is as follows:

CLASS OF STOCK	WITHOUT PAR VALUE	WITH PAR VALUE		
	NUMBER OF SHARES	NUMBER OF SHARES	PAR VALUE	AMOUNT
Preferred	—	—	—	—
				\$.....
Common				

** (c) If more than one class is authorized, a description of each of the different classes of stock with, if any, the preferences, voting powers, qualifications, special or relative rights or privileges as to each class thereof and any series now established.

None

** (d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, for restrictions upon the transfer of shares of stock of any class, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

None

4. (This paragraph 4 may be deleted if the ~~resulting~~ surviving* corporation is organized under the laws of a state other than Massachusetts.)

The following information shall not for any purpose be treated as a permanent part of the articles of organization of the ~~resulting~~ surviving* corporation.

(a) The post office address of the principal office of the ~~resulting~~ surviving* corporation in Massachusetts is:
703 Massachusetts Avenue, Lexington, Massachusetts 02173

(b) The name, residence and post office address of each of the directors and President, Treasurer and Clerk of the ~~resulting~~ surviving* corporation is as follows:

Name	Residence	Post Office Address
President Jeffrey C. Alpert	12 Tufts Road, Lexington, MA 02173	Same
Treasurer Richard W. Davis	5 Willard Lane, Lynnfield, MA 01940	Same
Clerk Richard W. Davis	5 Willard Lane, Lynnfield, MA 01940	
Directors Jeffrey C. Alpert	12 Tufts Road, Lexington, MA 02173	Same
Colin S. Knight	Dormer House, Holtwood Ave., Alyesford, Kent, England	Same

(c) The date adopted on which the fiscal year of the ~~resulting~~ surviving* corporation ends is: December 31.

(d) The date fixed in the by-laws for the Annual Meeting of stockholders of the ~~resulting~~ surviving* corporation is: Third tuesday in April

*Delete the inapplicable words.

**If there are no provisions state "NONE."

NOTE: If the space provided under article 3 is insufficient, additions shall be set forth on separate 8½ x 11 inch sheets of paper, leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

~~5. (This paragraph 5 may be deleted if the resulting* surviving* corporation is organized under the laws of Massachusetts)~~

The resulting* surviving* corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the resulting* surviving* corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

~~*Delete the inapplicable words.~~

FOR MASSACHUSETTS CORPORATIONS

The undersigned President ~~Vice President~~ and Clerk ~~Assistant Clerk~~ of Balston, Inc. a corporation organized under the laws of Massachusetts further state under the penalties of perjury that the agreement of ~~consolidation~~ merger* referred to in paragraph I has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 79.

[Handwritten signatures]

..... President ~~Vice President~~

..... Clerk ~~Assistant Clerk~~

~~FOR CORPORATIONS ORGANIZED OTHER THAN IN MASSACHUSETTS~~

The undersigned President † and Assistant Secretary †† of Whatman Inc. a corporation organized under the laws of Delaware further state under the penalties of perjury that the agreement of ~~consolidation~~ merger* referred to in paragraph I, has been duly adopted by such corporation in the manner required by the laws of the State of Delaware

..... † President

..... †† Asst. Secretary

*Delete the inapplicable words.

†Specify the officer having powers and duties corresponding to those of the President or Vice President of a Massachusetts corporation organized under General Laws, Chapter 156B.

††Specify the officer having power and duties corresponding to the Clerk or Assistant Clerk of such a Massachusetts corporation.

(MASS. - 1676)

~~5. (This paragraph 5 may be deleted if the resulting* surviving* corporation is organized under the laws of Massachusetts)~~

The resulting* surviving* corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the resulting* surviving* corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

~~*Delete the inapplicable words.~~

~~FOR MASSACHUSETTS CORPORATIONS~~

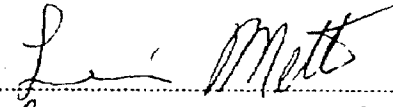

The undersigned President ~~*Vice President*~~ and Clerk ~~*Assistant Clerk*~~ of Balston, Inc. a corporation organized under the laws of Massachusetts further state under the penalties of perjury that the agreement of ~~consolidation*~~ merger* referred to in paragraph 1 has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 79.

..... President ~~*Vice President*~~

..... Clerk ~~*Assistant Clerk*~~

FOR CORPORATIONS ORGANIZED OTHER THAN IN MASSACHUSETTS

The undersigned President † and Assistant Secretary †† of Whatman Inc. a corporation organized under the laws of Delaware further state under the penalties of perjury that the agreement of ~~consolidation*~~ merger* referred to in paragraph 1, has been duly adopted by such corporation in the manner required by the laws of the State of Delaware

.....  † President
.....  † Asst. Secret

*Delete the inapplicable words.

†Specify the officer having powers and duties corresponding to those of the President or Vice President of a Massachusetts corporation organized under General Laws, Chapter 156B.

††Specify the officer having power and duties corresponding to the Clerk or Assistant Clerk of such a Massachusetts corporation

(MASS. - 1676)

~~5. (This paragraph 5 may be deleted if the resulting* surviving* corporation is organized under the laws of Massachusetts)~~

The resulting* surviving* corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the resulting* surviving* corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

*Delete the inapplicable words.

~~FOR MASSACHUSETTS CORPORATIONS~~

~~The undersigned President* Vice President* and Clerk* Assistant Clerk* of Balston, Inc. a corporation organized under the laws of Massachusetts further state under the penalties of perjury that the agreement of ~~consolidation*~~ merger* referred to in paragraph 1 has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 79.~~

~~..... President* Vice President*~~

~~..... Clerk* Assistant Clerk*~~

FOR CORPORATIONS ORGANIZED OTHER THAN IN MASSACHUSETTS

The undersigned President † and Assistant Secretary ††
of Whatman Specialty Products, Inc. a corporation organized under the laws of
Delaware further state under the penalties of perjury that the agreement of ~~consolidation*~~ merger*
referred to in paragraph 1, has been duly adopted by such corporation in the manner required by the laws of the....
State of Delaware

J. M. [Signature] † President
Carol Mueller † Asst. Secretary

*Delete the inapplicable words.

†Specify the officer having powers and duties corresponding to those of the President or Vice President of a Massachusetts corporation organized under General Laws, Chapter 156B.

††Specify the officer having power and duties corresponding to the Clerk or Assistant Clerk of such a Massachusetts corporation.

(MASS. - 1676)

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF CONSOLIDATION* MERGER*

(General Laws, Chapter 156B, Section 79)

RECEIVED
CORPORATION DIVISION

1994 DEC 29 PM 12:54

CORPORATION DIVISION

I hereby approve the within articles of ~~consolidation~~* merger* and, the filing fee in the amount of \$ 250.00 having been paid, said articles are deemed to have been filed with me this 29th day of DECEMBER, 19 94.

Effective Date

12/31/94

Michael Joseph Connolly
MICHAEL JOSEPH CONNOLLY
Secretary of State

TO BE FILLED IN BY CORPORATION
Photocopy of Articles of Merger To Be Sent

TO:
C T CORPORATION SYSTEM
.....
2 Oliver Street
.....
Boston, Massachusetts 02109
.....
(617) 482-4420
Telephone

Copy Mailed

*Delete the inapplicable words.