

08-10-2000

FORM

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

(REV. 6-93)



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ONLY

7-21-00

OMB NO. 0651-0011
P09,REV01

101429134

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies)

ABB C-E NUCLEAR POWER, INC.

- Individual(s)
- General Partnership
- Corporation-
- Association
- Limited Partnership
- Other:

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

2. Name and address of receiving party(ies)

Name: CE NUCLEAR POWER LLC

Internal Address:

Street Address: 2000 Day Hill Road

City: Windsor, Connecticut Country: U.S.A.:

3. Nature of conveyance:

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

Execution Date: April 28, 2000

- Individual(s) Citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation
- Other:

Additional names(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

74/377,530

B. Trademark Registration No.(s)

975,242; 1,607,201; 1,175,027

Additional Numbers Attached? Yes No

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

Name: Ronald P. Kananen, Esq.

Internal Address: RADER, FISHMAN & GRAUER PLLC
Suite 501

Street Address: 1233 20th Street, NW

City: Washington, D.C. Zip: 20036

6. Total number of applications and registrations involved:..... (2)

7. Total fee (37 CFR 3.41)..... \$115.00

- Enclosed
- Authorized to be charged to Deposit Account

8. Deposit account number: 18-0013

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

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DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 75.00 CH

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.

Ronald P. Kananen

July 21, 2000
Date

Total number of pages including cover sheet, attachments and document: _____ Attorney Docket No. 80008-999

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 MERGER, WHICH MERGES:

"ABB C-E NUCLEAR POWER, INC.", A DELAWARE CORPORATION, WITH AND INTO "CE NUCLEAR POWER LLC" UNDER THE NAME OF "CE NUCLEAR POWER LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2000, AT 4:30 O'CLOCK P.M.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0532480

DATE: 06-29-00

TRADEMARK
REEL: 002118 FRAME: 0161

CERTIFICATE OF MERGER

MERGING

ABB C-E NUCLEAR POWER, INC., a Delaware corporation

INTO

CE NUCLEAR POWER LLC, a Delaware limited liability company

The undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act,

DOES HEREBY CERTIFY:

FIRST: That the name and state of formation or organization of each of the domestic limited liability companies or other business entities which are to merge (the "Constituent Entities") are as follows:

<u>Name</u>	<u>State of Formation or Organization</u>
ABB C-E Nuclear Power, Inc. (the "Corporation")	Delaware
CE Nuclear Power LLC (the "LLC")	Delaware

SECOND: That an Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act and Section 264(c) of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving limited liability company of the merger is CE Nuclear Power LLC.

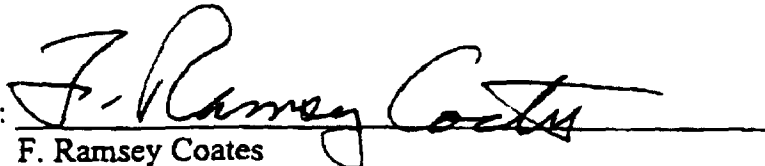
FOURTH: That the executed agreement of merger is on file at the principal place of business of the surviving domestic limited liability company, the address of which is 4350 Northern Pike, Monroeville, PA 15146.

FIFTH: That a copy of the agreement of merger will be furnished by the surviving domestic limited liability company, on request and without cost, to any stockholder or member of the Constituent Entities.

IN WITNESS WHEREOF, this Certificate of Merger is hereby executed as of the 28th
day of April, 2000.

CE NUCLEAR POWER LLC

By: WESTINGHOUSE ELECTRIC COMPANY LLC,
as its sole member.

By: 
F. Ramsey Coates
Assistant Secretary

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FROM SUTHERLAND, ASBILL & BRENNAN LLP

RECORDED: 07/21/2000

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