

09-13-2000

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FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECORD TR.



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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings 8140TM

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

1. Name of conveying party(ies): ZAHNRADFABRIK FRIEDRICHSHAFEN AKTIENGESELLSCHAFT



2. Name and address of receiving party(ies) Name: ZF FRIEDRICHSHAFEN AG Internal Address: Street Address: Allmannsweilerstrasse 25 City: Friedrichshafen State: Germany ZIP: D-88046

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: 23 Dec. 1997

4. Application number(s) or patent number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,422,733 -- 30 Dec. 1986 mark: ZF-SERVOCOM

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Herbert Dubno, Esq. Internal Address: c/o The Firm of Karl F. Ross, P.C. Street Address: 5676 Riverdale Ave. Suite 310 City: Riverdale (Bronx) State: NY ZIP: 10471

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41) \$40.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: 18-2025

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. Herbert Dubno, Esq. Name of Person Signing Signature Date 16 Aug. 00

1b Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

09/12/2000 MTHAI1 00000176 1422733 01 FD:481 40.00 DP

TRADEMARK REEL: 002133 FRAME: 0071

4837TM



Ser. No. 75/817,139

State of New York)
County of the Bronx) ss:

TRANSLATOR'S AFFIDAVIT

I, Ruth Goldstein, a citizen of the United States of America, residing in Fort Lee, New Jersey, depose and state that:

I am familiar with the English and German languages;

I have read a copy of the German-language document attached hereto, namely Commercial Register Excerpt No. HRB 206; and

The hereto-attached English-language text is an accurate translation of the above-identified German-language document.

Ruth Goldstein
Ruth Goldstein

LINDA BERRIOS
Notary Public State of New York
No. 01BE5016825
Qualified in Bronx County
Commission expires August 23, 2001

Sworn to and subscribed before me
11 August 2000
Linda Berrios
Notary Public

DISTRICT COURT TETTANG
-Register Court-



Certified Excerpt

(Excerpt copy P. 1, 1Rs, 17Rs u. 22)

Certified.

This copy is a true copy of the original.
Tettang, the 23rd Dec. 1997

ss/ signature
(Laug-Poetes)
Court Clerk
as Certification Clerk of the Business Division

The underlined passages of the entries are cancelled.

GR I2668/97

No of Entry	b/Place of Business c/Type of Business	Original or Basic Capital in Mark	Board Personally liable Shareholder Managing Director Liquidator	Power of Attorney	Legal Status	a/ Date of Entry and signature b/ Remarks
1	2	3	4	5	6	7

a/ <u>Zahnradfabrik Friedrichshafen Aktiengesellschaft</u>	<u>30,000,000 German Mark</u>	Robert Pirker, Merchant in <u>Friedrichshafen</u> ; <u>Dr. Eng. E.h. Albert Maier, Senior Engineer</u> in <u>Friedrichshafen</u> ; <u>Eckart Count von Soden-Fraunhofen, Grad. Eng. In Friedrichshafen</u> ; <u>Gerd Wolf, Business Graduate</u> in <u>Friedrichshafen</u> .	Joint power to: <u>Herbert Greiner, Merchant; Karl Fischer, Senior Engineer; Otmar Schneider, Senior Engineer; Otto Schwab, Senior Engineer; Louis Ferdinand Neumann, Merchant; Karl Klee, Merchant, Fritz Bachschmid, Merchant; Hermann Pfaff, Graduate Engineer.</u>	The statute was established on 27 May 1921, afterwards changed several times and newly written based on the decision of the shareholders meeting of 12 July 1938. The statute was further changed by decisions of the shareholders' meetings of 30 June 1939, 5 September 1941, the meeting of the Board of Supervisors of 17 July 1942, the shareholders' meetings of 15 June 1951, 19 May 1954, 14 July 1960, 17 July 1963, 23 July 1965. If several members of the Board of Directors are available, two of them or one and a procurator will jointly represent the company. The Board of Supervisors can grant sole power to individual members of the Board of Directors.	
c/ <u>The production and the sale of gears, transmissions, steering assemblies, accessories and devices, as well as all business pertaining thereto.</u>		Zweigwerk Schwaebisch Gmuend, have been established.	<u>Hans-Joachim Hedtstueck, Merchant; Gerhard Fuhrmann, Merchant; Karl Herbster, Merchant,</u> all in <u>Friedrichshafen.</u>		

In order to achieve this
aim, the company is
authorized to
participate in other
enterprises in any form,
to establish branches
and to conclude common
interest agreements or
other similar
agreements.

Joint procurator
with authority
limited to the
branch in Berlin:
Bruno Wenzel,
Senior Engineer;
Joint procurators
with authority
limited to the
branch in
Schwabisch Gmuend:
Otto Tiefenbacher,
Merchant; Josef
Schmaeh, Senior
Engineer; Rudolf
Verner, Senior
Engineer; Richard
Maurer, Merchant;
Rudolf Haimerl,
Merchant; Franz
Boll, Senior
Engineer; all in
Schwabisch
Gmuend.
Each one of them is
entitled to
represent jointly
with a board member
or a procurator.

a/ Transcribed
from HR8 on 11
November 1965

b/ Date of first
entry on 24 June
1921

ss/ signature
Kaiser

The shareholders meeting of 2 June 1966 has decided to change 7 (Number of Board Members), 9 Article 1 and 2 (Representation of Company) and 17, Article 2 (Calling of Meetings), as well as the replacement of the word "Chair" with "Chairman" in 10-13, 16, 17, 19 and 22 of the Statute.

a/ 24 June 1966

ss/ signature

Kaiser

b/ Decision Page

278 f. Sdbd. Entry

on Page 351

After a more detailed decision made by the Board of Supervisors, the Board of Directors consists of two or more persons.
The company is represented by 2 members of the Board of Directors or by 1 member of the Board jointly with a procurator. However, the Board of Supervisors can grant to one or more members of the Board of Directors the right to sole representation.
Friedrich Pohl, Grad. Engineer, Engineer in Friedrichshafen, is appointed as a further Member of the Board of Directors.

a/ 4 August 1966

ss/ signature

Kaiser

Friedrich Pohl,
Grad. Engineer,
Engineer in
Friedrichshafen.

Joint power:
Eberhard Matthias
Sauter,
Friedrichshafen; he
represents the
company jointly
with a board member
or a procurator.

a/ 02 December
1991
ss/ signature
(Abt)

b/ Entry Page 1449

Joint power to
Dieter Tuerke and
Willi Schacher
expired.

The powers
restricted to the
main branch in
Friedrichshafen of
Hansjoerg Dach,
Willi Froeh, Erwin
Wuester, expired.

The power of Rudolf
Elser restricted to
the branch in
Schwaebisch Gmuend
expired.

The shareholders meeting of 28 June 1991 has
decided to change the company's name, as well
as the Statute in 1 (Firm name)

a/ 20 December
1991
ss/ signature
(Abt)

83 a/ Zf FRIEDRICHSHAFEN
Aktiengesellschaft

The underlined parts of entries are cancelled.

b/ Entry Page 1458
Decision, Page 834
Sdb.
Statute Page 836
Sdb.