

09-22-2000

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To the Honorable Commissioner of Patent
thereof.

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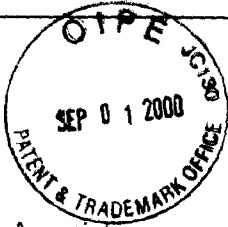
Attached original documents or copies

1. Name of conveying party(ies):

PEI 1991 Acquisition, Inc.
2100 Commonwealth Boulevard
Suite 300

Ann Arbor, Michigan 48105

- Individual Association
- General Partnership Limited Partnership
- Corporation-State- Delaware
- Other: _____



2. Name and address of receiving party(ies):

Prestolite Electric Incorporated
2100 Commonwealth Boulevard
Suite 300
Ann Arbor, Michigan 48105

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

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

3. Nature of conveyance:

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

If assignee is not domiciled in the United States, a domestic
representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

Execution Date: October 30, 1991

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

A. Trademark Application No.(s)

B. Trademark Registration No.
515,558

Additional numbers attached? Yes No

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

John J. Held
McAndrews, Held & Malloy, Ltd.
500 West Madison Street
34th Floor
Chicago, Illinois 60661

6. Total number of applications and registrations
involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charge to deposit account

8. Deposit account number: 13-0017

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

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.

Signature and Registration Number: _____

Name of Person Signing: John J. Held

Date: 8/30/00

Total number of pages including cover sheet, attachments and document: 4

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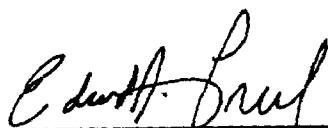
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State of Delaware
Office of the Secretary of State

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 "PEI 1991 ACQUISITION, INC.", CHANGING ITS NAME FROM "PEI 1991 ACQUISITION, INC." TO "PRESTOLITE ELECTRIC INCORPORATED", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF OCTOBER, A.D. 1991, AT 12:01 O'CLOCK P.M.





Edward J. Freel, Secretary of State

AUTHENTICATION: 0637909

DATE: 08-24-00

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

PEI 1991 ACQUISITION, INC.
(Pursuant to Section 242 of the
Delaware General Corporation Laws)

PEI 1991 Acquisition, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

THAT, the name of the Corporation is PEI 1991 Acquisition, Inc. and that the date of filing of its original certificate of incorporation with the Secretary of State of Delaware was June 20, 1991;

THAT, this amendment has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law; and

THAT, the Certificate of Incorporation of the Corporation is hereby amended by changing Article I thereof to read as herein set forth in full:

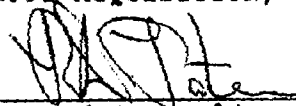
"ARTICLE I

Name

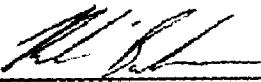
The name of the corporation is Prestolite Electric Incorporated (the "Corporation")."

IN WITNESS WHEREOF, PEI 1991 ACQUISITION, INC. has caused this Certificate of Amendment of Certificate of Incorporation to be signed by Richard D. Paterson, its President and attested by Mark E. Borden, its Assistant Secretary this 16th day of October, 1991.

PEI 1991 ACQUISITION, INC.

By: 
Name: Richard D. Paterson
Title: President

ATTEST:


Name: Mark E. Borden
Title: Assistant Secretary

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