

MRD 12-21-00

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

01-11-2001

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101579576

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New**
- Resubmission (Non-Recordation)**
Document ID #
- Correction of PTO Error**
Reel # Frame #
- Corrective Document**
Reel # Frame #

Conveyance Type

- Assignment** **License**
- Security Agreement** **Nunc Pro Tunc Assignment**
- Merger** Effective Date
Month Day Year
- Change of Name**
- Other**

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
 - Corporation** Association
 - Other
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002210 FRAME: 0102

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

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

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1652898"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

(17 x 25) + 40 = 465

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.

MARY K. CAMERON

Name of Person Signing

Mary K. Cameron
Signature

11/15/00

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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Patent and Trademark Office
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ATTACHMENT 1

<u>CONVEYING PARTY</u>	<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>
BRUBAKER TOOL CORP.	ACCULEAD	1652898
WELDON TOOL COMPANY	AMERICUT	1498316
WELDON TOOL COMPANY	AMERICUT (AND DESIGN)	1503590
WELDON TOOL COMPANY	CREST-KUT	0792889
WELDON TOOL COMPANY	MODEL 200	1132901
WELDON TOOL COMPANY	MODEL 200	1441785
WELDON TOOL COMPANY	SKI-CARB	1620844
WELDON TOOL COMPANY	SKI-KUT	0741245
WELDON TOOL COMPANY	TU-LIP	0538261
WELDON TOOL COMPANY	ULTRA-KUT	0896437
WELDON TOOL COMPANY	UNI LEAD	1631314
WELDON TOOL COMPANY	WELDON	0591115
WELDON TOOL COMPANY	WELDON (Pentagon Border)	1017305
WELDON TOOL COMPANY	WELDON (with border)	0839097
NEW ENGLAND TAP CORP.	CROMCLAD	0802642
NEW ENGLAND TAP CORP.	CROMFLO	1746788
NEW ENGLAND TAP CORP.	PLASTAPS	1831071
NEW ENGLAND TAP CORP.	TRISHEAR	0933920

K:\trademarks\fastcut corp\conveying to Talbot list

State of Delaware

EXHIBIT 1

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:

"BRUBAKER TOOL CORPORATION", A NEW YORK CORPORATION,
 "DATA FLUTE CNC, INC.", A MASSACHUSETTS CORPORATION,
 "MINNESOTA TWIST DRILL, INC.", A MINNESOTA CORPORATION,
 "NEW ENGLAND TAP CORPORATION", A PENNSYLVANIA CORPORATION,
 "WELDON INTERNATIONAL, INC.", A OHIO CORPORATION,
 "THE WELDON TOOL COMPANY", A OHIO CORPORATION,

WITH AND INTO "TALBOT HOLDINGS, LTD." UNDER THE NAME OF "TALBOT HOLDINGS, LTD.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 1998, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 1998.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2277001 8100M

981247196

AUTHENTICATION:

9162298

DATE:

06-25-98

TRADEMARK

REEL: 002210 FRAME: 0107

EXHIBIT 1

CERTIFICATE OF MERGER

OF

**Weldon International, Inc., Data Flute CNC, Inc., Brubaker Tool Corporation, The
Weldon Tool Company, New England Tap Corporation
and Minnesota Twist Drill, Inc.**

INTO

Talbot Holdings, Ltd.



The undersigned corporation **TALBOT HOLDINGS, LTD.**

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
WELDON INTERNATIONAL, INC.	Ohio
DATA FLUTE CNC, INC.	Massachusetts
BRUBAKER TOOL CORPORATION	New York
THE WELDON TOOL COMPANY	Ohio
NEW ENGLAND TAP CORPORATION	Pennsylvania
MINNESOTA TWIST DRILL, INC.	Minnesota

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is **TALBOT HOLDINGS, LTD.**, a Delaware corporation.

FOURTH: That the Certification of Incorporation of **TALBOT HOLDINGS, LTD.**, a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 6030 Carey Drive, Valley View, OH 44125-4218.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

EXHIBIT 1

Corporation	Class	No. of Shares	Par value per share or statement that shares are without par value
Weldon International, Inc.	Common	100	\$1.00
Data Flute CNC, Inc.	Common	15,000	no par
Brubaker Tool Corp.	Common	190,000	\$.50
	Class A	10,000	\$2.00
The Weldon Tool Company	Voting Common	1,500	no par
	Non-voting Common	37,500	no par
New England Tap Corporation	Common	1,000	no par
Minnesota Twist Drill, Inc.	Common	250,000	no par

EIGHTH: That this Certificate of Merger shall be effective on June 30, 1998.

Dated: June 10, 1998

TALBOT HOLDINGS, LTD.

By: 

Title: David R. Dickey, Treasurer