

03-12-2001



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FEB 23 2001

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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

Name Gardner Bender, Inc. Execution Date
Month Day Year
02/16/1988

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Wisconsin

Receiving Party

Mark if additional names of receiving parties attached

Name GB Electrical, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 6101 North Baker Road

Address (line 2) _____

Address (line 3) Milwaukee Wisconsin 53209
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Wisconsin

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.)

FOR OFFICE USE ONLY

40E

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: 002247 FRAME: 0950

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)

<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"/>

Registration Number(s)

<input type="text" value="1,167,020"/>	<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

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

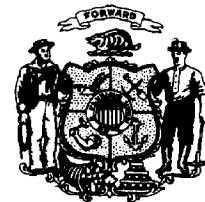
Statement and Signature

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.

Robert L. Titley
Name of Person Signing


Signature

February 19, 2001
Date Signed



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

BY: *Patricia Weeber*

DATE: FEB -7 2001

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
GARDNER BENDER, INC.

The name of the corporation is Gardner Bender, Inc. and the county in which its registered office is located is Milwaukee County.

2. The amendment is to adopt the Amended and Restated Articles of Incorporation attached hereto as Exhibit A.
3. The date on which the amendment was adopted by the sole shareholder of the Corporation was February 16, 1988.
4. The number of shares outstanding is 2,317; the number of shares entitled to vote on the amendment is 2,317. No shares of any class or series are entitled to vote thereon as a class. The total affirmative number of votes requisite for adoption of the amendment was 1,545.
5. The number of shares voted for the amendment was 2,317; the number of shares voted against the amendment was zero.
6. The amendment does not provide for an exchange, reclassification or cancellation of issued shares.
7. The amendment does not effect a change in the amount of stated capital of the Corporation.
8. The Amended and Restated Articles of Incorporation attached herewith as Exhibit A supersede and take the place of all heretofore existing Articles of Incorporation and amendments thereto.

IN WITNESS WHEREOF, the undersigned President and Secretary of Gardner Bender, Inc. have executed these Amended and Restated Articles of Incorporation in duplicate on the 16th day of February, 1988.

[The Corporation has no seal]

GARDNER BENDER, INC.

By:

Theodore Lecher
Theodore Lecher
President

Attest:

Michael J. Koester
Michael J. Koester
Secretary

040777

REMIT \$ 25.00
This filing _____
Other filing _____
CREDIT 25.00

This instrument was drafted by Attorney Thomas A. Simonis and should be returned to:

Thomas A. Simonis
Wayte & Hirschboeck S.C.
Suite 2100
111 East Wisconsin Avenue
Milwaukee, WI 53202

03/02/88 WISCONSIN SECTY-STATE
2222 CORN *
2238 \$25.00

EXHIBIT A

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

GB ELECTRICAL, INC.

(f/k/a Gardner Bender, Inc.)

ARTICLE I.

Name

The name of the corporation is GB Electrical, Inc.

ok-res

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6022096
del.

ARTICLE II.

Purpose

The purpose for which this corporation is organized is to engage in any lawful activity within the purposes for which corporations may be organized under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes.

ARTICLE III.

Capital Stock

The aggregate number of shares which this corporation shall have authority to issue is 10,000 of a single class designated as "Common Stock," having no par value.

ARTICLE IV.

Limitations on Transfer of Stock

The transferability of any of the stock of the corporation may be restricted from time to time by the shareholders by appropriate provision in the by-laws or by agreement or agreements entered into by any shareholder or shareholders with the corporation and/or any other shareholder or shareholders, and/or with any third persons, and the shares of stock of such shareholder or shareholders thereupon shall be subject to such by-laws, agreement or agreements and shall be transferable only upon proof of compliance therewith; provided, however, that such by-laws, agreement or agreements shall be filed with the corporation and reference thereto placed on the certificate or certificates of stock.

ARTICLE V.

Registered Office and Agent

The registered office of the corporation is Suite 2100, 111 East Wisconsin Avenue, Milwaukee, Wisconsin 53202, in the County of Milwaukee, Wisconsin and the name of the registered agent at such office is Anthony W. Asmuth III.

ARTICLE VI.

Directors

The number of Directors may be fixed from time to time by the by-laws but shall not be less than the minimum number allowed by Wisconsin law. The Directors need not be shareholders and officers need not be Directors.

ARTICLE VII.

Recording

This document shall be recorded in Milwaukee County, Wisconsin.

Restated Articles

- Changes Name
- Changes Reg. Office & Agent
- Changes Transfer Restrictions

Washington:

Milwaukee

\$25

STATE OF WISCONSIN
FILED
MAY 16 1988
DOUGLAS LA FOLLETTE
SECRETARY OF STATE

Thomas Simons

White & Hirschbaeck

Suite 2100

111 East Wisconsin Avenue

Milwaukee, WI 53202