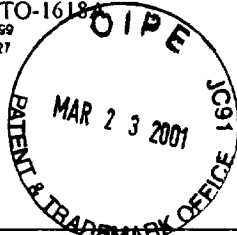


04-02-2001



101655504

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

MLD  
3-23-01

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
- Change of Name
- Other \_\_\_\_\_

Effective Date  
Month Day Year  
05 31 99

Conveying Party

Mark if additional names of conveying parties attached

Name FRAMATOME CONNECTORS FRANCE

Execution Date  
Month Day Year  
05 31 99

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization FRANCE

Receiving Party

Mark if additional names of receiving parties attached

Name FCI FRANCE

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 145-147 rue Yves Le Coz

Address (line 2) \_\_\_\_\_

Address (line 3) 78000 Versailles  
City

FRANCE

State/Country

Zip Code

- Individual  General Partnership  Limited Partnership
- 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 FRANCE

FOR OFFICE USE ONLY

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TRADEMARK  
REEL: 002262 FRAME: 0284

**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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,148,798"/>	<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.)

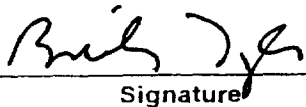
Deposit Account Number: #

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.

BREWSTER TAYLOR



March 23, 2001

Name of Person Signing

Signature

Date Signed

AGENCE ENLUSTRADO  
5, rue Jean Mermoz - 75005 PARIS  
Téléphone 01 53 38 18 18  
Téléfax 01 53 38 18 19  
E-mail: [info@enlustrado.com](mailto:info@enlustrado.com)

I, the undersigned, sworn translator, do certify that the foregoing is a faithful translation made, in the English language and in conformity with the original in the French language, which we have visaed sub  
N° 1011916 "ne varietur"  
Paris: le 21.02.1999

Translated from the french

FRAMATOME CONNECTORS FRANCE  
A corporation with a capital of F. 46,268,725  
Registered office: 145-147 rue Yves Le Coz – 78000 VERSAILLES  
Versailles Trade and Companies Register 552 056 533  
\*\*\*\*\*

Certified extract

**MINUTES CONCERNING THE  
COMBINED SHAREHOLDERS' MEETING HELD ON  
31 MAY 1999**

In the year one thousand nine hundred and ninety-nine,  
On May thirty-first,  
At eleven am,

The shareholders of the company Framatome Connectors France, a corporation with a capital of F. 46,268,725 divided into 1,850,749 shares of F. 25 each, met at Tour Framatome, in Courbevoie (92400) at Framatome Connectors International, in the form of a combined shareholders' meeting in response to a notice issued by the Board of Directors.

The meeting is chaired by Mr Michel CUILHE, President and CEO of Framatome Connectors France.

An attendance sheet was kept which was initialled by each meeting member when entering the meeting.

The company BARBIER FRINAULT & ASSOCIES and the company KPMG AUDIT FIDUCIAIRE DE FRANCE, titular auditors, duly invited, have excused absences.

The tellers are Mr Philippe ANGLARET, representing the FCI Company, and Mr Gilbert VIDAL, the two meeting members holding the largest number of votes and accepting the said duties.

Mrs Sophie CHARLES is designated as secretary.

The attendance sheet, certified as accurate by the meeting officers as constituted in this way, shows that the shareholders present or represented together hold more than one-third of the shares constituting the share capital and having voting rights.

Hence the meeting is regularly constituted and may make valid decisions.

The Chairman files the documents provided for by law with the meeting and makes them available to the meeting members. He then states that the documents relative to the shareholders' information right were made available to them for the legal periods.

The meeting grants him an acknowledgement of the said statement.

The Chairman recalls that the meeting has been called to make decisions on the following agenda:

- Falling within the framework of jurisdiction of an Ordinary Shareholders' Meeting:
- Reading of the general report by the statutory auditors for the financial year ending on 31 December 1998
- Approval of the balance sheet, of the income statement and of the appendix (notes) drawn up on 31 December 1998
- Renewal of the terms as Directors of Mr Pierre REBARDEAU and of the company Framatome Connectors international
- Discharge for the Directors
- Allocation of the results
- Reading of the special report by the statutory auditors concerning the conventions mentioned in articles 101 ff. of the law of 24 July 1966.
- Falling within the framework of jurisdiction of an Extraordinary Shareholders' Meeting:
- Board's report to the meeting
- Conversion of the share capital into euros
- Increase of the share capital by incorporation of a fraction of the merger premium and an increase in the par value of the shares
- Related modifications of the articles
- Change of corporate name and modification of the articles
- Powers.

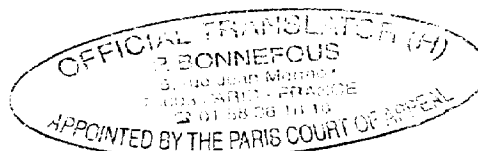
The Chairman reads the report submitted by the Board of Directors and the statutory auditors' reports. He then agrees to answer the shareholders' questions.

After an exchange of views and nobody else requesting the floor, he puts the following resolutions to a vote:

1. Falling within the framework of jurisdiction of an Ordinary Shareholders' Meeting

FIRST RESOLUTION

The Shareholders' Meeting, after having heard a reading of the report by the Board of Directors as well as of the report by the statutory auditors relative to the operations and financial statements for the financial year ending on 31 December 1998, and after having familiarised itself with the balance sheet, the income statement and the appendix (notes), approves the said documents as presented, which show a profit of 135,885,365 francs.



## NINTH RESOLUTION

The Extraordinary Shareholders' Meeting decides to change the company's corporate name, which becomes FCI France.

Hence it decides to modify article 3 of the articles, which becomes:

"The company's corporate name is FCI France"

The rest is unchanged.

*This resolution is unanimously adopted.*

## TENTH RESOLUTION

The Extraordinary Shareholders' Meeting grants full powers to the bearer of an original or of a copy of or of an extract from these presents for the purpose of carrying out or seeing to all of the notice formalities inherent to the resolutions that have just been adopted.

*This resolution is unanimously adopted.*

Nothing further remaining on the agenda and nobody else requesting the floor, the meeting is adjourned at 11:45 am.

The present minutes have been drawn up to reflect all of the foregoing, and after a reading, they were signed by the meeting officers.

Certified extract

Sophie Charles

Secretary of the meeting and of the Board of Directors

The Chairman

Michel CUILHE

The secretary

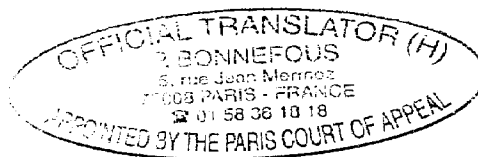
Sophie CHARLES

The Tellers

For FCI

Philippe ANGLARET

Gilbert VIDAL



# **SOURIAU & Compagnie**

Société Anonyme au capital de F.45.631.800  
Siège social : 145 rue Yves le Coz  
78000 Versailles

R C S VERSAILLES B 552 056 533  
-----

## **PROCÈS VERBAL DE L'ASSEMBLÉE GÉNÉRALE EXTRAORDINAIRE EN DATE DU 22 DÉCEMBRE 1992**

L'an mil neuf cent quatre vingt douze,  
le vingt-deux décembre,  
à neuf heures,

Les actionnaires de la société SOURIAU & Compagnie, société anonyme au capital de F.45.631.800 divisé en 1 825 272 actions de F.25 chacune, se sont réunis chez FRAMATOME CONNECTORS INTERNATIONAL, Tour Fiat, en Assemblée Générale Extraordinaire sur convocation du Conseil d'Administration.

L'Assemblée est présidée par Mlle Eliane MORIN, Président du Conseil d'Administration.

Il a été établi une feuille de présence qui a été émargée par chaque membre de l'Assemblée en entrant en séance.

Mr. Claude CHARPENTIER et la société K P M G AUDIT, Commissaires aux comptes titulaires dûment convoqués, sont absents, excusés

Monsieur Jacques FETTU et Monsieur Michel CUILHÉ, représentant FRAMATOME CONNECTORS INTERNATIONAL, les actionnaires présents et acceptant, représentant le plus grand nombre de voix, sont appelés comme scrutateurs.

Mademoiselle Sonia SAMISSOFF est désignée comme Secrétaire.

La feuille de présence, certifiée exacte par les Membres du Bureau ainsi constitué, permet de constater que les actionnaires présents ou représentés possèdent ensemble plus de la moitié des actions composant le capital social et ayant droit de vote.

L'Assemblée est donc régulièrement constituée et peut valablement délibérer.

Le Président dépose sur le bureau et met la disposition des Membres de l'Assemblée les documents prévus par la Loi. Il déclare ensuite que les documents relatifs au droit d'information des actionnaires ont été tenus à leur disposition dans les délais légaux.

TRADEMARK

REEL: 002262 FRAME: 0289

L'Assemblée lui donne acte de cette déclaration.

Le Président rappelle que l'Assemblée est réunie à l'effet de délibérer sur l'ordre du jour suivant :

- Modification de l'article 3 des statuts.
- Pouvoirs pour formalités

Le Président donne lecture du rapport présenté par le Conseil d'Administration. Puis, il s'offre à répondre aux questions des actionnaires.

Après échange de vues et personne ne demandant plus la parole, il met aux voix les résolutions suivantes :

#### **PREMIERE RESOLUTION**

L'Assemblée Générale, après avoir entendu lecture du rapport du Conseil d'Administration, décide de modifier le premier paragraphe de l'article 3 des statuts qui devient :

"La dénomination de la société est :  
FRAMATOME CONNECTORS FRANCE."

Le reste de l'article sans changement.

Cette modification prendra effet à compter du 1er janvier 1993.

Cette résolution est adoptée l'unanimité.

#### **DEUXIEME RESOLUTION**

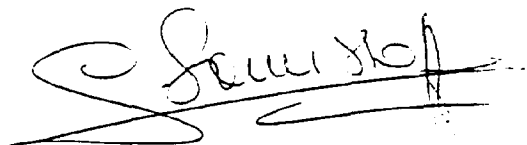
Tous pouvoirs sont donnés au porteur d'un original ou d'une copie des présentes afin d'effectuer ou de faire effectuer les formalités inhérentes à la résolution qui vient d'être adoptée.

Cette résolution est adoptée l'unanimité.

Plus rien n'étant à l'ordre du jour et personne ne demandant plus la parole, la séance est levée à neuf heures quinze.

De tout ce que dessus, il a été dressé le présent procès verbal qui, après lecture, a été signé par les membres du Bureau.

#### **EXTRAIT CERTIFIÉ CONFORME**



**Sonia SAMISSOFF, Secrétaire de Séance et  
Secrétaire du Conseil d'Administration**