

05-10-2001

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FORM PTO-1594



U.S. DEPARTMENT OF COMMERCE

1-31-92

RE

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1 SHEET

Patent and Trademark Office

TRADEMARKS ONLY

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

1. Name of conveying party(ies): Lawson Mardon Wheaton Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- XX Corporation-State-New Jersey**
- Other _____

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

3. Nature of conveyance:

- Merger
- Security Agreement **XX CHANGE OF NAME**
- Other _____

Execution Date: January 27, 1999

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

Name: Wheaton USA Inc.
 Internal Address: 1101 Wheaton Avenue
 Street Address: 1101 Wheaton Avenue
 City: Millville State: NJ ZIP: 08332

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- XX Corporation-State New Jersey**
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,869,599
1,886,792

Additional numbers attached? Yes No



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

Name: EUGENE E. RENZ, JR.

Internal Address: P.O. BOX 2056
205 N. MONROE STREET
MEDIA, PA 19063

Street Address: P.O. BOX 2056
205 N. MONROE STREET

City: MEDIA State: PA ZIP: 19063

6. Total number of applications

and registrations involved: 2

04-23-2001
U.S. Patent & TMO/TM Mail Rpt Dt. #34

7. Total fee (37 CFR 3.41):.....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account number:

18-0990

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

DO NOT USE THIS SPACE

65E

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.

Name of Person Signing
Eugene E. Renz, Jr., Esquire #19,550

Signature

Date

1/20/01

Total number of pages comprising cover sheet: 2

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

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TRADEMARK
REEL: 002292 FRAME: 0497

09

**CERTIFICATE OF AMENDMENT TO THE AMENDED
AND RESTATED CERTIFICATE OF INCORPORATION**

OF

LAWSON MARDON WHEATON INC.

FILED

JAN 27 1999

**James A. DiEleuterio, Jr.
State Treasurer**

To: The Secretary of State
State of New Jersey

Pursuant to the provisions of Sections 14A:9-1 (2) (a), 14A:9-2 (4) and 14A:9-4 (3) of the New Jersey Business Corporation Act, **LAWSON MARDON WHEATON INC.**, a New Jersey corporation (the "Corporation"), hereby executes the following Certificate of Amendment to its Amended and Restated Certificate of Incorporation:

1. The name of the Corporation is Lawson Mardon Wheaton Inc.
2. The following amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation was approved by the directors and thereafter duly adopted by the holder of shares of Common Stock, par value \$.001 per share ("Common Stock"), of the Corporation, without a meeting pursuant to the written consent of the shareholder entitled to consent to the adoption of the Amendment solicited on September 25, 1998.

RESOLVED, that the following amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation, constituting a restatement of Article **FIRST** thereof, be and the same is hereby approved:

"**FIRST**" The name of the corporation is **Wheaton USA Inc.** (the "Corporation").

3. The number of shares of Common Stock entitled to vote thereon was 100.

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S 539177
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4. The holder of 100 shares of Common Stock consented in writing to the adoption of the Amendment.

Dated: January 27, 1999

LAWSON MARDON WHEATON INC.

By: J. Robertson Maalyer
J. Robertson Maalyer
Vice President and Secretary

ATTEST:

J. E. G. G. G.
James E. G. G. G.
Assistant Secretary

(SEAL)

