

Atty. Docket No. ACG-TM023

FORM PTO-1618A
Expires 08/30/99
OMB 0651-0027

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

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 SAMSON OCEAN SYSTEMS, INC.

08311993

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name AMERICAN MANUFACTURING COMPANY, INC.

DBA/KA/TA _____

Composed of _____

Address (line 1) 555 CROTON ROAD

Address (line 2) SUITE 300

Address (line 3) KING OF PRUSSIA

PA

19406

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization PENNSYLVANIA

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

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Expires 06/30/99
OMB 0651-0027

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U.S. Department of Commerce
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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="920022"/>	<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

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.

FRANK A. MAZZEO, ESQUIRE

Name of Person Signing

Signature

9/13/01

Date Signed

9114193

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

SAMSON OCEAN SYSTEMS, INC.
(a Delaware Corporation)

INTO

AMERICAN MANUFACTURING COMPANY, INC.
(a Pennsylvania corporation)

American Manufacturing Company, Inc., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 31st day of December, 1979, pursuant to the Pennsylvania Business Corporation Law, the provisions of which permit the merger of a corporation of another state and a corporation organized and existing under the laws of said state.

SECOND: That this corporation owns all of the outstanding shares of the stock of Samson Ocean Systems, Inc., a corporation incorporated on the 9th day of May, 1978 pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by unanimous consent dated August 31, 1993, determined to merge into itself said Samson Ocean Systems, Inc., a Delaware corporation:

RESOLVED, that the Agreement and Plan of Merger providing for the merger of Samson with and into this Corporation, in the form attached hereto as Exhibit A be, and it hereby is, adopted.

FURTHER RESOLVED, that the Designated Officers, or any of them, are each hereby authorized, empowered and directed to take such action and to execute and file such documents as they deem necessary or advisable in their judgment to carry out the merger.

FOURTH: That the proposed merger has been adopted, approved, certified, executed and acknowledged by this corporation, in accordance with the laws of the Commonwealth of Pennsylvania, under which this corporation was organized.

FIFTH: That this corporation survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Samson Ocean Systems, Inc. as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code of 1953, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 1929 Voltee Street, Allentown, Pennsylvania 18105, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to American Manufacturing Company, Inc. at the above address.

IN WITNESS WHEREOF, said American Manufacturing Company, Inc., a Pennsylvania corporation, has caused this certificate to be signed by its President and attested by its Secretary, this 31st day of August, 1993.

AMERICAN MANUFACTURING COMPANY, INC.

By: Charles M. Slinghoff
Charles M. Slinghoff, Jr.,
Vice President

ATTEST:

By: Gregory J. Kelemen
Gregory J. Kelemen,
Assistant Secretary

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated this 31st day of August, 1993, pursuant to Section 1922 of the Pennsylvania Business Corporation Law of 1988 and Section 253 of the Delaware General Business Corporation Law, between American Manufacturing Company, Inc., a Pennsylvania corporation (the "Surviving Corporation") and Samson Ocean Systems, a Delaware corporation (the "Merged Corporation").

WITNESSETH that:

WHEREAS, the parties hereto desire to merge the Merged Corporation into the Surviving Corporation, as hereinafter specified; and

WHEREAS, the registered office of the Surviving Corporation in the Commonwealth of Pennsylvania is located at 1929 Voltee Street, Allentown, Pennsylvania 18105; and the registered office of the Merged Corporation in the State of Delaware is located at 1209 Orange Street, Wilmington, Delaware 19801, and the name of its registered agent at such address is The Corporation Trust Center.

NOW THEREFORE, the parties hereto, intending to be legally bound, agree as follows:

FIRST: The Surviving Corporation hereby merges into itself the Merged Corporation and said Merged Corporation shall be and hereby is merged with and into the Surviving Corporation, which shall be the surviving corporation.

SECOND: Each share of common stock of the Merged Corporation which shall be outstanding on the effective date of this merger, and all rights in respect thereof, shall forthwith be cancelled. Each share of common stock of the Surviving Corporation which shall be outstanding on the effective date of this merger shall continue to be outstanding after the effective date.

THIRD: The terms and conditions of the merger are as follows:

- (a) The Articles of Incorporation and by-laws of the Surviving Corporation as they shall exist on the effective date of this merger shall be and remain the Articles of Incorporation and by-laws of the Surviving Corporation until the same shall be altered, amended or repealed as therein provided.
- (b) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of shareholders and until their successors shall have been elected and qualified.
- (c) This merger shall become effective upon filing with the Secretary of State of the Commonwealth of Pennsylvania and the Secretary of State of the State of Delaware.
- (d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merged Corporation shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed and all property, rights, and every other interest of the Surviving Corporation and the Merged Corporation shall be as effectively the property of the Surviving Corporation as they were of the Surviving Corporation and the Merged Corporation respectively.

FOURTH: This Agreement and Plan of Merger has been adopted by the unanimous written consent of the Board of Directors of the Surviving Corporation and by the unanimous

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written consent of the Board of Directors and sole Stockholder of the Merged Corporation.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors, and that fact having been certified on said Agreement and Plan of Merger by the Secretary of each corporate party thereto, have caused these presents to be executed by the President and attested by the Secretary of each party hereto as the respective act, deed and agreement of each of said corporations, on this 31st day of August, 1993.

AMERICAN MANUFACTURING COMPANY, INC.

By: Charles M. Slinghoff, Jr.
Charles M. Slinghoff, Jr.,
Vice President

ATTEST:

By: Gregory J. Keleman
Gregory J. Keleman,
Assistant Secretary

SAMSON OCEAN SYSTEMS, INC.

By: Charles M. Slinghoff, Jr.
Charles M. Slinghoff, Jr.,
Vice President

ATTEST:

By: Gregory J. Keleman
Gregory J. Keleman, Secretary

COMMONWEALTH OF PENNSYLVANIA



September 29, 1993
Department of State

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

IN RE: AMERICAN MANUFACTURING COMPANY, INC.

I, Dr. Brenda K. Mitchell, Secretary of the Commonwealth of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger

which appear of record in this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Brenda K. Mitchell
Secretary of the Commonwealth

cf

Microfilm Number _____

Entity Number 7002762

Filed with the Department of State on SEP 14 1993

J. Scott Kuhlert
Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

DSCB:15-1928 (Rev 81)

In compliance with the requirements of 15 Pa.C.S. § 1928 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: American Manufacturing Company, Inc.

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a)	<u>1926 Volturne Road</u>	<u>Allentown</u>	<u>Pennsylvania</u>	<u>18105</u>	<u>Lehigh</u>
	Number and Street	City	State	Zip	County

(b) c/o: _____
Name of Commercial Registered Office Provider _____
County _____

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

____ The surviving corporation is a qualified foreign business corporation incorporated under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a)	_____	_____	_____	_____	_____
	Number and Street	City	State	Zip	County

(b) c/o: _____
Name of Commercial Registered Office Provider _____
County _____

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

____ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ jurisdiction is: _____ and the address of its principal office under the laws of such domiciliary

_____	_____	_____	_____	_____
Number and Street	City	State	Zip	County

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation	Address of Registered Office or Name of Commercial Registered Office Provider	County
<u>none</u>	_____	_____

AMERICAN MANUFACTURING COMPANY
215 568 6119, 800 523 8113

93 SEP 14 PH12-47

PA DEPT OF STATE

DSCB:16-1925 (Rev 91)-2

4. (Check, and if appropriate complete, one of the following):

X The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on _____ at _____ Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of corporation	Manner of adoption
American Manufacturing Company, Inc.	Action by Unanimous Consent in Writing in lieu of a Meeting of the Board

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

X The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at _____ principal place of business of the surviving corporation, the address of which is:

Number and Street City State Zip

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 31st day of August, 19 93

AMERICAN MANUFACTURING COMPANY, INC.
 (Name of Corporation)
 BY: [Signature]
 C.M. [Signature]
 TITLE: VICE PRESIDENT

SAMSON OCEAN SYSTEMS, INC.
 (Name of Corporation)
 BY: [Signature]
 C. [Signature]
 TITLE: VICE PRESIDENT

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AGREEMENT AND PLAN OF MERGER, dated this 31st day of August, 1993, pursuant to Section 1922 of the Pennsylvania Business Corporation Law of 1988 and Section 253 of the Delaware General Business Corporation Law, between American Manufacturing Company, Inc., a Pennsylvania corporation (the "Surviving Corporation") and Samson Ocean Systems, a Delaware corporation (the "Merged Corporation").

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WHEREAS, the parties hereto desire to merge the Merged Corporation into the Surviving Corporation, as hereinafter specified; and

WHEREAS, the registered office of the Surviving Corporation in the Commonwealth of Pennsylvania is located at 1929 Voltee Street, Allentown, Pennsylvania 18105; and the registered office of the Merged Corporation in the State of Delaware is located at 1209 Orange Street, Wilmington, Delaware 19801, and the name of its registered agent at such address is The Corporation Trust Center.

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- (b) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of shareholders and until their successors shall have been elected and qualified.
- (c) This merger shall become effective upon filing with the Secretary of State of the Commonwealth of Pennsylvania and the Secretary of State of the State of Delaware.
- (d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merged Corporation shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed and all property, rights, and every other interest of the Surviving Corporation and the Merged Corporation shall be as effectively the property of the Surviving Corporation as they were of the Surviving Corporation and the Merged Corporation respectively.

FOURTH: This Agreement and Plan of Merger has been adopted by the unanimous written consent of the Board of Directors of the Surviving Corporation and by the unanimous

written consent of the Board of Directors and sole Stockholder of the Merged Corporation.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors, and that fact having been certified on said Agreement and Plan of Merger by the Secretary of each corporate party thereto, have caused these presents to be executed by the President and attested by the Secretary of each party hereto as the respective act, deed and agreement of each of said corporations, on this 31st day of August, 1993.

AMERICAN MANUFACTURING COMPANY, INC.

By: Charles M. Slinghoff, Jr.
Charles M. Slinghoff, Jr.
Vice President

ATTEST:

By: Gregory J. Keleman
Gregory J. Keleman,
Assistant Secretary

SAMSON OCEAN SYSTEMS, INC.

By: Charles M. Slinghoff, Jr.
Charles M. Slinghoff, Jr.
Vice President

ATTEST:

By: Gregory J. Keleman
Gregory J. Keleman, Secretary