

07-20-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): 7-1201 3446981 Canada Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: Triosyn Holdings Inc. Internal Address: Street Address: 14163 Labelle Boulevard City: Mirabel, Quebec State: Canada Zip: J7J 1M3 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Canada [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [X] Yes [] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [] No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [X] Change of Name [] Other Execution Date: July 30, 1999

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2441736 2418710 Additional number(s) attached [] Yes [X] No

6. Total number of applications and registrations involved: 2

5. Name and address of party to whom correspondence concerning document should be mailed: Name: William H. Murray, Esq. Internal Address: Duane, Morris & Heckscher LLP Street Address: One Liberty Place City: Philadelphia State: PA Zip: 19103

7. Total fee (37 CFR 3.41).....\$ 65.00 [X] Enclosed [X] Authorized to be charged to deposit account 8. Deposit account number: 04-1679 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Allison Z. Gifford, Esq. Name of Person Signing

[Signature] Signature

July 12, 2001 Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

07/20/2001 10:00:00 AM MON JUL 23 10:00 AM '01

TRADEMARK REEL: 002332 FRAME: 0062

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
Assignment Branch

In re: Trademark Registrations of Triosyn Holding Inc.
Reg. Nos. 2,441,736 and 2,418,710
For Marks TRIOSYN and TRIANGLE/GLOBE Design

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Registrant Triosyn Holding Inc., a Canadian corporation, (formerly 3446981 Canada Inc.), hereby appoints William H. Murray, Lewis F. Gould, Arthur L. Plevy, Peter J. Cronk, Stephan P. Gribok, Robert E. Rosenthal, Richard T. Redano, Steven E. Koffs, Richard A. Paikoff, Samuel W. Apicelli, Edward J. Howard, Jane E. Alexander, Paul A. Schwarz, Susan O. Goldsmith, Gary R. Maze, Gail A. Dalickas, Anthony Colesanti, Allison Z. Gifford, Darius C. Gambino, Carl A. Giordano, Joseph A. Powers, Joseph F. Oriti, Melanie S. Goddard, and Duane, Morris & Heckscher LLP, whose address is:

Duane, Morris & Heckscher LLP
One Liberty Place
Philadelphia, PA 19103-7396
(215) 979-1000

its representative upon whom notices or process in proceedings affecting the right to ownership of said trademark brought under the laws of the United States may be served.

TRIOSYN HOLDING INC.

July 5th, 2001
Date


By: PIERRE JEAN MESSIER
Title: PRESIDENT & CEO



Industry Canada Industrie Canada

Certificate of Amendment

Canada Business Corporations Act

Certificat de modification

Loi canadienne sur les sociétés par actions

TRIOSYN HOLDING INC. /

344698-1

GESTION TRIOSYN INC.

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended

Je certifie que les statuts de la société susmentionnée ont été modifiés:

a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;

b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;

b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;

c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;

d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization;

d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;

Director - Directeur

July 30, 1999 / le 30 juillet 1999

Date of Amendment - Date de modification



Industry Canada

Industrie Canada

**FORM 4
ARTICLES OF
AMENDMENT
(SECTION 27 OR 177)**

**FORMULE 4
CLAUSES
MODIFICATRICES
(ARTICLES 27 OU 177)**

Canada Business
Corporation Act

Loi régissant les sociétés
par actions de régime fédéral

1- Name of corporation - Dénomination de la société 3446981 CANADA INC.	2- Corporation No. - No de la société 344698-1
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3- The articles of the above-named corporation are amended as follows: Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante :

1) the name of the Corporation described in section 1 of the Articles of Incorporation be changed from 3446948 Canada Inc. to the following name:

TRIOSYN HOLDING INC. / GESTION TRIOSYN INC.

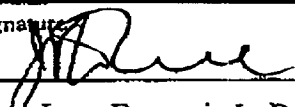
2) the authorized and issued share capital of the Corporation as described in Section 3 and Annexe «A» of the Articles of Incorporation be amended as follows:

- i) by the creation of an unlimited number of Class A Preferred Shares, Class B Preferred Shares, Class C Preferred Shares, Class D Preferred Shares and Common shares for which the rights, restrictions, conditions and limitations are described in Schedule "A" attached to the present Articles of Amendment;
- ii) by the reclassification as and conversion of the twelve million seven hundred eighty-nine thousand six hundred (12,789,600) actions privilégiées Catégorie «A» presently issued and outstanding into twelve million seven hundred eighty-nine thousand six hundred (12,789,600) Class A Preferred Shares, for which the rights, restrictions, conditions and limitations are described in Schedule "A" attached to the present Articles of Amendment;
- iii) by the reclassification as and conversion of the seven million two hundred ten thousand four hundred (7,210,400) actions privilégiées Catégorie «B» presently issued and outstanding into seven million two hundred ten thousand four hundred (7,210,400) Class B Preferred Shares, for which the rights, restrictions, conditions and limitations are described in Schedule "A" attached to the present Articles of Amendment;
- iv) by the reclassification as and conversion of the one hundred (100) actions ordinaires presently issued and outstanding into one hundred (100) Common shares, for which the rights, restrictions, conditions and limitations are described in Schedule "A" attached to the present Articles of Amendment;
- v) by the cancellation of all unissued actions ordinaires, actions privilégiées Catégorie «A», actions privilégiées Catégorie «B», actions privilégiées Catégorie «C» and actions privilégiées Catégorie «D»;
- vi) by the cancellation of all the rights, privileges, restrictions and conditions of the classes of shares provided in Annexe «A» of the Articles of Incorporation;

SO THAT the Annexe «A» of the Articles of Incorporation be cancelled and replaced by the Schedule "A" attached to the present Articles of Amendment.

3) the restrictions on share transfers described in section 4 of the Articles of Incorporation be cancelled and replaced by Schedule "B" attached to the present Articles of Amendment;

4) the other provisions described in section 7 and Annexe «B» of the Articles of Incorporation be cancelled and replaced by the other provisions described in Schedule "C" attached to the present Articles of Amendment.

Date July 12, 1999	Signature  Jean-François LaRue	Title - Titre Director
		FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT Filed - Déposé AUG - 5 1999