

09-17-2001



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

ET 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): Can Industry Products, Inc. 09/10/01
Individual(s) Association General Partnership Limited Partnership
[X] Corporation-State -Ohio Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Sequa Can Machinery, Inc. Internal Address: Street Address: 401 Central Ave. City: East Rutherford State: NJ Zip: 07073
Individual(s) citizenship Association General Partnership Limited Partnership
[X] Corporation-State Ohio 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

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

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1966703
Additional number(s) attached Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Mitchell D. Bittman Internal Address: Sequa Corporation Patent Department Street Address: 3 University Plaza City: Hackensack State: NJ Zip: 07601

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account
8. Deposit account number: 19-4970
(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. Mitchell D. Bittman Signature Date 9/6/01

Total number of pages including cover sheet, attachments, and document: 12
Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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ARTICLES OF INCORPORATION

OF

CAN INDUSTRY PRODUCTS, INC.

APPROVED

By RL
Date 10/21/93

Amount \$500

93102103301

The undersigned, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Ohio Revised Code, do hereby state the following:

FIRST: The name of said corporation shall be **CAN INDUSTRY PRODUCTS, INC.**

SECOND: The place in Ohio where its principal office is to be located is Canton, Stark County, Ohio.

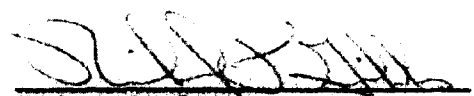
THIRD: The purpose for which this corporation is formed is to engage in the design and building of dies and related equipment for the container industry and in any lawful act or activity for which corporations may be formed under Section 1701.01 to 1701.98, inclusive of the Revised Code.

FOURTH: The number of shares which the corporation is authorized to have outstanding is seven hundred (700), all of which shall be common shares without par value.

FIFTH: The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

SIXTH: The corporation, by action of its Board of Directors, may at any time and from time to time, purchase its own shares to the extent permitted by law.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 19th day of October, 1993.


Richard P. Gibbs
Incorporator

10/10/93
10/10/93

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being the Incorporator of **CAN INDUSTRY PRODUCTS, INC.**, hereby appoint **CT CORPORATION SYSTEM** to be statutory agent upon whom any process notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:

315 Superior Avenue, N.E.
Cleveland, Ohio 44114

Richard P. Gibbs
Incorporator

Dated at Canton, Ohio this _____ day of October, 1993.

ACCEPTANCE OF APPOINTMENT

The undersigned, **CT CORPORATION SYSTEM**, named herein as the statutory agent for **CAN INDUSTRY PRODUCTS, INC.**, hereby acknowledges and accepts the appointment of statutory agent for said corporation.

CT CORPORATION SYSTEM

By: *E. L. Marmoh*
E.L. Marmoh, Asst. Secretary

TRADEMARK

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form C-123 (October 1992)

110703-1307

CONSENT FOR USE OF SIMILAR NAME

(Where consenting entity is a corporation)

CAN INDUSTRY PRODUCTS CORPORATION

(Name of Corporation giving consent)

(Charter/License Number) 7410 005

gives its consent to CAN INDUSTRY PRODUCTS, INC.

(Name of individual or proposed corporation receiving consent)

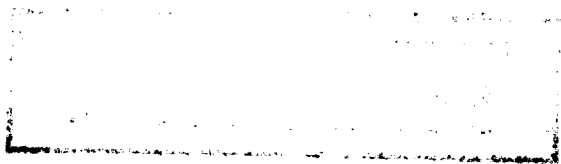
to use the name CAN INDUSTRY PRODUCTS, INC.

This document is signed by any authorized corporate officer.

Date 11/20/93

Signed [Signature]

Title: Vice President



TRADEMARK

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APPROVED
By.....*MFS*.....
Date.....*11/4/93*.....
Amount.....*50.00*.....

CERTIFICATE OF MERGER

93110412101

The undersigned, President and Secretary of Can Industry Products Corporation and President and Secretary of Can Industry Products, Inc., do hereby certify that the following is a signed Agreement of Merger adopted by each of those corporations in the manner set forth below:

MERGER OF CORPORATIONS

Agreement of Merger

This is an Agreement of Merger "Agreement" on this 28th day of October, 1993, between Can Industry Products Corporation, an Ohio corporation, hereinafter referred to as "C.I.P.C.", the principal office of which is at 4150 Belden Village Street, N.W., Canton, Ohio, and Can Industry Products, Inc., an Ohio corporation, hereinafter referred to as "C.I.P.I.", the principal office of which is at 4150 Belden Village Street, N.W., Canton, Ohio said corporations being together hereinafter "constituent corporations."

RECITALS

1. The Articles of Incorporation of C.I.P.C., were filed in the office of the Secretary of State of Ohio on January 17, 1989, and recorded on Roll G545 at Frame 0861 of the Records of Incorporation and Miscellaneous Filings in said office. C.I.P.C., is authorized to issue 750 common shares without par value of which 750 shares are now outstanding.
2. The Articles of Incorporation of C.I.P.I., were filed in the office of the Secretary of State of Ohio on October 21, 1993, and

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[Handwritten initials and signatures]

recorded on Roll H708 at Frame 1363, of the Records of Incorporation and Miscellaneous Filings in said office. C.I.P.I., is authorized to issue 700 common shares without par value, of which 100 shares are now outstanding.

3. The respective boards of directors of the constituent corporations deem it advisable that the constituent corporations be merged under the General Corporation Law of Ohio, and the respective boards of directors unanimously adopted by written consent of all the respective board members to approve this agreement.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements and promises set forth below, the constituent corporations do hereby agree that C.I.P.C., be merged with and into C.I.P.I., hereinafter sometimes called the "Surviving Corporation"; and that the terms and conditions of the merger, the mode of carrying it into effect, and the manner and basis of converting the shares of C.I.P.C., for cash into the shares of the Surviving Corporation are and shall be as follows:

FIRST, the name of the Surviving Corporation shall be Can Industry Products, Inc.

SECOND, at the effective date of the merger, the amount of stated capital of the Surviving Corporation shall be \$500.00.

THIRD, the present Code of Regulations of C.I.P.I., shall be the regulations of the Surviving Corporation until changed or repealed according to the provisions of those regulations.

FOURTH, the Articles of Incorporation of C.I.P.I., shall be

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the Articles of Incorporation of the Surviving Corporation.

FIFTH, Richard P. Gibbs, whose address is 1001 South Main Street, in the city of North Canton, county of Stark, Ohio, a natural person and resident of Ohio, is hereby appointed as the statutory agent of the Surviving Corporation on whom any process, notice or demand against C.I.P.I., or either of the constituent corporations may be served.

SIXTH, the mode of carrying into effect the merger and the manner and basis of converting the shares of the constituent corporations into shares of the Surviving Corporation as follows:

Each outstanding share of the common stock of C.I.P.C., shall be and hereby substituted for One (\$1) dollar in cash.

All present shareholders of C.I.P.I., shall retain the share certificates now held by them, which certificates shall represent a like number of shares (of the same classes respectively) of the Surviving Corporation.

SEVENTH, the merger shall become effective upon the filing of this Certificate of Merger in the office of the Secretary of State of Ohio.

EIGHTH, the amount of the earned surplus of the Surviving Corporation shall be the combined total of the earned surplus of the constituent corporations as of the time the merger becomes effective.

NINTH, this Agreement may be signed in any number of duplicate copies, and all signed duplicate copies shall be deemed to constitute an original instrument.

from
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TENTH, this Agreement may be terminated at any time prior to the merger becomes effective:

(a) by mutual agreement of the board of directors of the constituent corporations, or

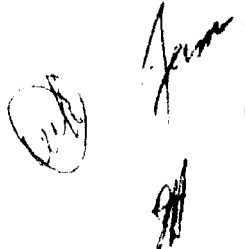
(b) by the board of directors of either C.I.P.C., or C.I.P.I., if the merger shall not have become effective on or prior to the filing date with the Secretary of State of Ohio; or

(c) by the board of directors of either C.I.P.C., or C.I.P.I., if any legal or administrative action or proceedings relating to the merger have been instituted or threatened in any court or by or before any governmental agency; or

(d) by the board of directors of C.I.P.C., if there has been, in its judgment, a material adverse change in the business, financial condition or operations of C.I.P.I., as described in the reviewed balance sheet of C.I.P.I., for the 28th day of October 1993 prepared by Jeffrey A. Mallory, C.P.A., and dated October 28, 1993; or

(e) by the board of directors of C.I.P.I., if there has been, in its judgment, a material adverse change in the business, financial condition or operations of C.I.P.C., as described in the reviewed balance sheet of C.I.P.C., prepared by Jeffrey A. Mallory, C.P.A., and dated October 28, 1993.

The undersigned, President and Secretary of C.I.P.C., one of

Handwritten signatures and initials in the bottom right corner of the page. One signature appears to be "James" and another is a set of initials.

ORIGINAL

the corporations which executed the foregoing Agreement of Merger, hereby certify that: (1) this Agreement of Merger was unanimously adopted by action by written consent of all the members of the board of directors dated, October 28, 1993; and (2) there are Five Hundred (500) shares of no par value common voting stock of C.I.P.C., issued and outstanding, that were unanimously approved by written consent of the shareholders dated October 28, 1993.

The undersigned, President and Secretary of C.I.P.I., one of the corporations which executed the foregoing Agreement of Merger, hereby certify that: (1) this Agreement of Merger was unanimously adopted by action by written consent of all the board of directors dated October 28, 1993; and (2) there are One Hundred (100) shares of no par value common voting stock of C.I.P.I., issued and outstanding that were unanimously approved by written consent of the shareholders dated October 28, 1993.

IN WITNESS WHEREOF, the constituent corporations have caused this Agreement to be signed in their respective corporate name by their respective Presidents and Secretaries, thereunto duly authorized by their respective boards of directors and Shareholders on this 28 day of October, 1993.

Attest: Gloria Magale CAN INDUSTRY PRODUCTS CORPORATION

William W. Howie
WILLIAM W. HOWIE
Title President

Attest: Gloria Magale

James A. McClung
JAMES A. MCCLUNG
Title Secretary

James
MS

CAN INDUSTRY PRODUCTS, INC.

Attest: Gloria Magale

William W. Howie
WILLIAM W. HOWIE

Title President

Attest: Gloria Magale

William A. Hibbs
WILLIAM A. HIBBS

Title Secretary

02241 02241

(Handwritten initials)
from
TH



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
08/02/2001	200121301218	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
COLUMBUS, OH 43215

STATE OF OHIO**Ohio Secretary of State, J. Kenneth Blackwell**

855842

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SEQUA CAN MACHINERY, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):

200121301218

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 25th day of July, A.D.
2001.

J. Kenneth Blackwell
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Forms Inventory List (using the 3 digit form # located at the bottom of this form). To obtain the Forms Inventory List or for assistance, please

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Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

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SECRETARY OF STATE
Additional fee Yes

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CLIENT SERVICE CENTER

**CERTIFICATE OF AMENDMENT
BY DIRECTORS OF**

CAN INDUSTRY PRODUCTS, INC.

(Name of Corporation)

855842

(charter number)

Kenneth A. Drucker, who is the Vice President

(name) (title)

of the above named Ohio corporation for profit, does hereby certify that:

the sole shareholder approved the filing of this Certificate of Amendment by Unanimous Written Consent on June 26, 2001.

in a writing signed by all the Directors pursuant to Section 1701.54 of the Ohio Revised Code, the following resolution was adopted pursuant to Section 1701.70(B) () (insert proper paragraph number) of the Ohio Revised Code:

RESOLVED, that Article FIRST of the Articles of Incorporation of the
Corporation be, and it hereby is, replaced in its entirety by the following:
"FIRST: The name of said corporation shall be Sequa Can Machinery, Inc."

REC
SECRETARY
2001 JUL 24 PM 5:00
CLIENT SERVICE CENTER

IN WITNESS WHEREOF, the above named officer, acting for and on behalf of the corporation, has hereunto subscribed his name on June 26, 2001
(his/her) (date)

Signature: *Kenneth A. Drucker*
Title: Vice President