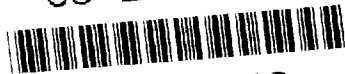


09-24-2001



M-7388

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Form PTO-1595
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
RECORDATION FORM COVER SHEET
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): Saft Newco Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other

Additional name(s) of conveying party(ies) attached?

yes no

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

Name: Saft America Inc.

Internal Address:

Street Address: 711 Industrial Blvd.
Valdosta, GA 31601

City State Zip

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other

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

Additional name(s) & address(es) attached?

Yes No

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: December 22, 1995

4. Application number(s) or registration number(s): 1,177,039

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Leigh Ann Lindquist
SUGHRUE, MION, ZINN, MACPEAK & SEAS
2100 Pennsylvania Avenue, N.W.
Washington, D.C. 20037-3202

6. Total number of applications and registration involved: 1

7. Total Fee (37 CFR 3.41): \$ 40.00
 Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.

Authorized to be charged to Deposit Account

8. Deposit Account No. : _____
(Attach dupl. copy of this page if paying by Deposit Account)

DO NOT WRITE IN 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.

Leigh Ann Lindquist
Leigh Ann Lindquist

18 SEPTEMBER 2001
Date

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT:

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

09/21/2001 10:14Z 00000142 1:77039
40.00

TRADEMARK
REEL: 002371 FRAME: 0949

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SAFT NEWCO INC.", CHANGING ITS NAME FROM "SAFT NEWCO INC." TO "SAFT AMERICA INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1995, AT 2:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1995.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2569641 8100

AUTHENTICATION: 1288464

010388131

DATE: 08-09-01

TRADEMARK
REEL: 002371 FRAME: 0950

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
SAFT NEWCO INC.

The undersigned Corporation hereby executes and certifies this Certificate of Amendment for the purposes of amending its Certificate of Incorporation under the General Corporation Law of the State of Delaware:

I.

The name of the Corporation is SAFT NEWCO INC.

II.

The Corporation's Directors and its Sole Stockholder approved the following amendment to the Corporation's Certificate of Incorporation as of the 22nd day of December, 1995, in the manner prescribed by law for the purposes of amending and restating ARTICLE I of the Certificate of Incorporation of the Corporation to read as follows:

"The name of the Corporation is SAFT AMERICA
INC."

III.

The foregoing amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

This Certificate of Amendment shall be effective as of 9:02 p.m., Delaware time on December 31, 1995.

IN WITNESS WHEREOF, the foregoing is executed by Bob Gould, the Vice President of the Corporation, and attested by Alain Duwaerts, the Secretary of the Corporation, this the 22nd day of December, 1995.

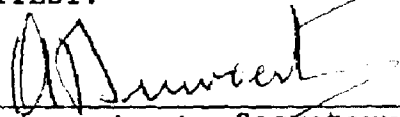
SAFT NEWCO INC.

By: 

Name: Bob Gould

Title: Vice President

ATTEST:


Alain Duwaerts, Secretary
(Corporate Seal)