

09-25-2001



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

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

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

1. Name of conveying party(ies):

CE Nuclear Power LLC

9/17/01

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

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

2. Name and address of receiving party(ies)

Name: Westinghouse Electric Co. LLC

Internal Address: Law Department - IPS

Street Address: P.O. Box 355

City: Pittsburgh State: PA Zip: 15230

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State

Other Delaware limited liability

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 Change of Name Other

Execution Date: April 2, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 975242 1,175,027 1,607,201 2,379,804

Additional number(s) attached Yes No

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

Name: Patricia Leshnock

Internal Address: Law Department - IPS

P.O. Box 355

Pittsburgh, PA 15230-0355

Street Address: 4350 Northern Pike

City: Monroeville State: PA Zip: 15146-2866

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number: 50-0947

(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.

Patricia Leshnock Name of Person Signing

Patricia Leshnock Signature

9/14/01 Date

2

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

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

09/24/2001 BTOM11 00000111 500947 975242

01 FC:481 40.00 CH 02 FC:482 75.00 CH

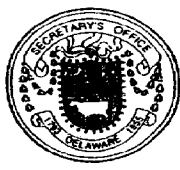
TRADEMARK REEL: 002372 FRAME: 0662

State of Delaware
Office of the Secretary of State

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 MERGER, WHICH MERGES:

"CE NUCLEAR POWER LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "WESTINGHOUSE ELECTRIC COMPANY LLC" UNDER THE NAME OF "WESTINGHOUSE ELECTRIC COMPANY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF APRIL, A.D. 2001, AT 10 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2986831 8100M

010167492

AUTHENTICATION: 1065650

DATE: 04-05-01

TRADEMARK
REEL: 002372 FRAME: 0663

CERTIFICATE OF MERGER

MERGING

CE NUCLEAR POWER LLC, a Delaware limited liability company

INTO

WESTINGHOUSE ELECTRIC COMPANY LLC, a Delaware limited liability company

The undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act,

DOES HEREBY CERTIFY:

FIRST: That the name and state of formation or organization of each of the domestic limited liability companies or other business entities which are to merge (the "Constituent Entities") are as follows:

<u>Name</u>	<u>State of Formation/Organization</u>
CE Nuclear Power LLC ("CENP")	Delaware
Westinghouse Electric Company LLC ("WEC")	Delaware

SECOND: That an Agreement of Merger has been approved and executed by each of the Constituent Entities in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act of the State of Delaware.

THIRD: That the name of the surviving limited liability company of the merger is Westinghouse Electric Company LLC.

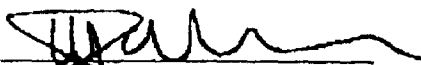
FOURTH: That the merger shall be effective upon the filing of this Certificate of Merger in the Office of the Secretary of State of the State of Delaware.

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving domestic limited liability company, the address of which is 4350 Northern Pike, Monroeville, PA 15146.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of the Constituent Entities.

IN WITNESS WHEREOF, this Certificate of Merger is hereby executed as of the 2nd day of April, 2001

WESTINGHOUSE ELECTRIC COMPANY LLC

By: 

Ian B. Duncan
Vice President and Chief Financial Officer

UNITED STATES OF AMERICA)
STATE OF PENNSYLVANIA) ss.
COUNTY OF ALLEGHENY)

I do hereby certify that the attached is a true and exact copy of the Certificate, dated April 5th, 2001, from the Office of the Secretary of State of the State of Delaware certifying that the attached Certificate of Merger is a true and exact copy of the Certificate of Merger which merges CE Nuclear Power LLC, a Delaware limited liability company with and into Westinghouse Electric Company LLC, a limited liability company organized and existing under the laws of the State of Delaware.

Dated this 14th day of September 2001


(Notary Public)

Notarial Seal
Polly G. Young, Notary Public
Monroeville Boro, Allegheny County
My Commission Expires May 8, 2004
Member, Pennsylvania Association of Notaries