

10-01-2001



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Docket No.

Tab settings

101862424

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

1. Name of conveying party(ies):

Uniroyal Engineered Products, Inc.

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: June 22, 2001

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

Name: Uniroyal Engineered Products, LLC

Internal Address: Suite 900

Street Address: Two North Tamiami Trail

City: Sarasota State: FL ZIP: 34236

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,128,639	2,128,642
2,314,241	2,050,825
2,309,068	2,051,839

Additional numbers Yes No

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

Name: Jefferson Perkins, Esq.

Internal Address: Piper Marbury Rudnick & Wolfe
Suite 1800

Street Address: 203 North LaSalle Street
Chicago, IL 60601-1293

City: State: ZIP:

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41): \$ 165.00

- Enclosed
- Any deficiency
- Authorized to be charged to deposit account

8. Deposit account number:

18-2284

10/02/2001 DBYRNE 00000066 2128639

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 125.00 DP

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.

Jefferson Perkins
Name of Person Signing

Jefferson Perkins
Signature

28 Sept 2001
Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

No. 9769

AFFIDAVIT OF CORPORATE CONVERSION

I, Oliver J. Janney, having been duly subscribed and sworn, do hereby aver as follows:

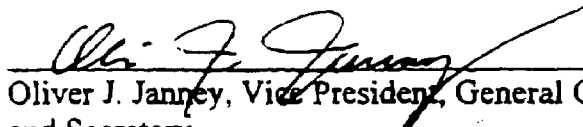
I am Executive Vice President, General Counsel and Secretary of Uniroyal Engineered Products, LLC, a Delaware limited liability company ("UEP LLC"), and was Vice President, General Counsel and Secretary of its predecessor, Uniroyal Engineered Products, Inc. ("UEP"). I am authorized to make these statements on behalf of UEP and UEP LLC.

UEP LLC was previously a Delaware corporation known as Uniroyal Engineered Products, Inc. UEP LLC was formed on June 22, 2001 pursuant to the Delaware Limited Liability Company Act. On the said date, UEP was converted from a Delaware corporation to Uniroyal Engineered Products, LLC, a Delaware limited liability company. A true copy of this Certificate of Conversion is attached.

I hereby attest that UEP is the owner of record of the trademarks listed on Schedule A attached hereto (the "Trademarks") according to the United States Patent and Trademark Office records. However, as a result of the conversion which took place on June 22, 2001, UEP LLC is now the owner of the Trademarks.

FURTHER AFFIANT SAYETH NOT.

UNIROYAL ENGINEERED PRODUCTS, INC.,
a Delaware corporation

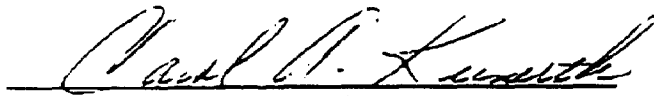


Oliver J. Janney, Vice President, General Counsel
and Secretary

State of Florida)
) SS
County of Sarasota)

On this 25th day of September, 2001, before me, a Notary Public in and for the County and State aforesaid, appeared Oliver J. Janney, to me personally known to be the same person who subscribed to the foregoing instrument, and acknowledged that execution of said document was a free and voluntary act for the uses and purposes therein expressed.


WITNESS my hand and seal the day and year last above given.



Notary Public
Carol A. Kunerth
My Commission CC74096J
Expires June 20, 2002

My Commission Expires:

UNIROYAL ENGINEERED PRODUCTS, LLC,
a Delaware limited liability company



Oliver J. Janney, Executive Vice President, General
Counsel and Secretary

State of Florida)
) SS
County of Sarasota)


On this 25th day of September, 2001, before me, a Notary Public in and for the County and State aforesaid, appeared Oliver J. Janney, to me personally known to be the same person who subscribed to the foregoing instrument, and acknowledged that execution of said document was a free and voluntary act for the uses and purposes therein expressed.

WITNESS my hand and seal the day and year last above given.



Notary Public

My Commission Expires:

 Carol A. Kunerth
My Commission CC740985
Expires June 20, 2002

SCHEDULE A**UNIROYAL ENGINEERED PRODUCTS INC.**

Country	Trademark	Reg. No./ Serial No.	Registration/Filing Date
Benelux	SILAPRENE	390290	May 25, 1983
France	GUNTHER ULTRA/BOND	997972/6	June 14, 1999
Germany	GUNTHER ULTRA/BOND	39934133	June 15, 1999
Mexico	GUNTHER ULTRA/BOND	652007	October 5, 1999
United Kingdom	GUNTHER ULTRA/BOND	2209678	September 27, 1999
United States	GUNTHER EXTRA/BUILD	2128639	January 13, 1998
United States	GUNTHER PREMIER	2314241	February 1, 2000
United States	GUNTHER PRO	2309068	January 18, 2000
United States	GUNTHER ULTRA/BOND	2128642	January 13, 1998
United States	HYDRA-FASTEN	2050825	April 8, 1997
United States	SILAPRENE	1051839	November 2, 1976

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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "UNIROYAL ENGINEERED PRODUCTS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "UNIROYAL ENGINEERED PRODUCTS, INC." TO "UNIROYAL ENGINEERED PRODUCTS, LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JUNE, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-SECOND DAY OF JUNE, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1198877

DATE: 06-19-01

2958290 8100V

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CERTIFICATE OF CONVERSION
OF
UNIROYAL ENGINEERED PRODUCTS, INC.
(a Delaware corporation)
INTO
UNIROYAL ENGINEERED PRODUCTS, LLC
(a Delaware limited liability company)

It is hereby certified that:

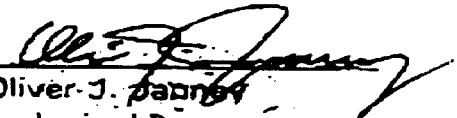
1. Uniroyal Engineered Products, Inc. (the "Corporation") is a corporation organized and existing under the laws of the State of Delaware.
2. The original certificate of incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on October 22, 1998.
3. The Corporation will be converted to a Delaware limited liability company having the name Uniroyal Engineered Products, LLC, effective June 22, 2001.
4. The conversion of the Corporation into a Delaware limited liability company was approved in accordance with the provisions of Section 266(b) of the Delaware General Corporation Law.

The undersigned corporation has caused this Certificate of Conversion to be signed on this eighteenth day of June, 2001, by its authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

UNIROYAL ENGINEERED PRODUCTS, INC.

By: 
George J. Zularas, Jr.
Vice President

Attest:


Oliver J. Pannoy
Authorized Person

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "UNIROYAL ENGINEERED PRODUCTS, LLC" FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JUNE, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-SECOND DAY OF JUNE, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2958290 8100V

AUTHENTICATION: 1198877

010295023

DATE: 06-18-01 TRADEMARK

REEL: 002376 FRAME: 0156

CERTIFICATE OF FORMATION

OF

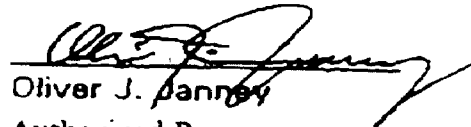
UNIROYAL ENGINEERED PRODUCTS, LLC

1. The name of the limited liability company is: UNIROYAL ENGINEERED PRODUCTS, LLC.

2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. (Insert any other matters the members determine to include herein. For instance, this Certificate may be made effective on a date or time later than that of filing. If a later effective date is desirable, set forth as an additional item: "This Certificate of formation shall be effective on June 22, 2001".)

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation this 19th day of June, 2001.


Oliver J. Panney
Authorized Person