

01-18-2002



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

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

101952229

Tab settings

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

1. Name of conveying party(ies):

Ratelco Electronics, Inc.

1.8.02

- 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: C&D Technologies, Inc.

Internal

Address: P.O. Box 3053

Street Address: 1400 Union Meeting Road

City: Blue Bell State: PA Zip: 19422-0850

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, 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, Change of Name, Other: Dissolution/Transfer of Assets

Execution Date: July 27, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1877433

Additional number(s) attached Yes No

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

Name: William H. Murray, Esquire

Internal Address:

Duane, Morris & Heckscher, LLP

Street Address: One Liberty Place

City: Philadelphia State: PA Zip: 19103-7396

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:

(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, Esquire

Name of Person Signing

Signature

October 25, 2001

Date

4

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

01/17/2002 DBYRNE 00000248 1877433

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40.00

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

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/27/1999
991310670 - 2311770

CERTIFICATE OF DISSOLUTION

OF

RATELCO ELECTRONICS, INC.

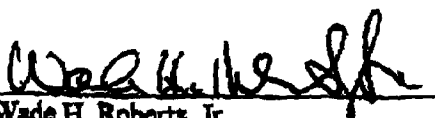
(Pursuant to Section 275 of the Delaware General Corporation Law)


1. The name of the corporation is *Ratelco Electronics, Inc.*
2. The dissolution has been authorized by consent of the sole stockholder as of July 7, 1999.
3. The names and addresses of the directors and officers of the corporation are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Wade H. Roberts, Jr.	President and Director	1400 Union Meeting Road Blue Bell, PA 19422
Stephen E. Markert, Jr.	Secretary	1400 Union Meeting Road Blue Bell, PA 19422

4. The signatories hereto acknowledge the above statements to be true.

Executed on this 7th day of July, 1999.


 Wade H. Roberts, Jr.
 President


 Stephen E. Markert, Jr.
 Secretary

3914/20002-001 NYL182/622685 v1

07/08/99 09:15 PM (16533)

DECLARATION UNDER 37 C.F.R. § 2.20

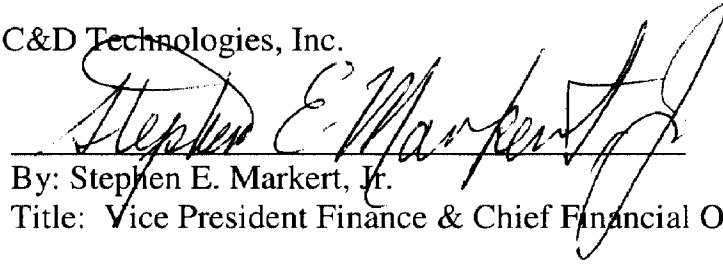
Mark: GUARDIAN
Registration No.: 1,877,433
Granted: February 7, 1995

The undersigned, Stephen E. Markert, declares:

1. That I am the Vice President Finance and Chief Financial Officer of C&D Technologies, Inc., and am authorized to execute this Declaration on behalf of C&D Technologies, Inc.;
2. That the GUARDIAN mark, Registration No. 1,877,433, was originally registered in the name of Ratelco, Inc. on February 7, 1995, and the registration bears a filing date of October 29, 1992;
3. That Ratelco, Inc. assigned its entire right, title and interest in the mark and registration to RMD Acquisition, Inc. on November 2, 1992;
4. That RMD Acquisition, Inc. changed its name to Ratelco Electronics, Inc. on November 3, 1992;
5. That Ratelco Electronics, Inc. was dissolved on July 27, 1999, and the dissolution was authorized by consent of the sole shareholder, C&D Technologies, Inc., as evidenced by the attached Certificate of Dissolution;
6. That the GUARDIAN mark and registration passed from Ratelco Electronics, Inc. to C&D Technologies, Inc., as a matter of law, upon the dissolution of Ratelco Electronics, Inc.;
7. That the facts set forth in this Declaration are true; that all statements made herein of his own knowledge are true; and that all statements made herein on information and belief are believed to be true; that these statements are made with the knowledge that willful false

statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application or document or any registration resulting therefrom.

C&D Technologies, Inc.

A handwritten signature in black ink, appearing to read "Stephen E. Markert, Jr.", written over a horizontal line.

October 24, 2001

Date

By: Stephen E. Markert, Jr.

Title: Vice President Finance & Chief Financial Officer