

05-30-2002



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

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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): 5-23-02 United States Steel LLC

- 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: United States Steel Corporation Internal Room 1500 Address: 600 Grant Street City: Pittsburgh State: PA Zip: 15219

- 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 Conversion Execution Date: December 31, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) Serial No. 78/078,819 (FLEXNAMEL)

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Internal Address: United States Steel Corp. Law Department - Room 1500

Street Address: 600 Grant Street

City: Pittsburgh State: PA Zip: 15219

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:

21-0556

(Attach duplicate copy of this page if paying by deposit account)

OFFICE OF PATENT RECORDS FINANCE SECTION 2002 MAY 23 AM 9:57

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.

Barbara J. Hudson Name of Person Signing

Barbara J. Hudson Signature

5/23/2002 Date

Total number of pages including cover sheet, attachments, and document: 9

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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TRADEMARK REEL: 002515 FRAME: 0591

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 MERGER, WHICH MERGES:

"USX CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "UNITED STATES STEEL LLC" UNDER THE NAME OF "UNITED STATES STEEL LLC", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JULY, A.D. 2001, AT 8:30 O' CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1229043

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DATE: 07-06-01

TRADEMARK
REEL: 002515 FRAME: 0592

CERTIFICATE OF MERGER**OF****USX CORPORATION****INTO****UNITED STATES STEEL LLC**

Pursuant to Sections 18-204 and 18-209 of the Limited Liability Company Act of the State of Delaware and Sections 251(g) and 264 of the General Corporation Law of the State of Delaware

FIRST: The name and jurisdiction of formation or organization and domicile of each of the constituent entities are: United States Steel LLC, which was formed as and is a Delaware limited liability company (the "Company") and USX Corporation, which was organized as and is a Delaware corporation ("USX").

SECOND: A Holding Company Reorganization Agreement, dated as of July 1, 2001, by and between USX and the Company (the "Agreement"), providing for the merger (the "Merger") of USX with and into the Company pursuant to Sections 251 and 264 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA"), has been approved, adopted, certified, executed, and acknowledged by each of the Company and the Corporation in accordance with Section 18-209 of the DLLCA, in the case of the Company, and Sections 251(g) and 264 of the DGCL, in the case of USX.

THIRD: The name of the surviving limited liability company shall be United States Steel LLC.

FOURTH: The executed Agreement is on file at the offices of the Company at 600 Grant Street, Pittsburgh, Pennsylvania 15219-476. A copy of the

Agreement will be furnished by the Company, on request and without cost, to any member of the Company or any stockholder of USX.

FIFTH: The effective time of the Merger shall be at 8:30 a.m. Eastern Daylight Time on July 2, 2001.

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be signed by an authorized person as of July 2, 2001.

UNITED STATES STEEL LLC

By: *R.M. Stanton*
Name: *R. M. Stanton*
Title: Authorized Person

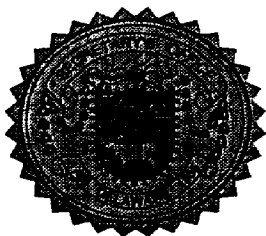
Delaware

PAGE 1

The First State

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 LIMITED LIABILITY COMPANY UNDER THE NAME OF "UNITED STATES STEEL LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "UNITED STATES STEEL LLC" TO "UNITED STATES STEEL CORPORATION", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 11:28 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1539910

020005612

DATE: 01-04-02

TRADEMARK
REEL: 002515 FRAME: 0596

CERTIFICATE OF CONVERSION
OF
UNITED STATES STEEL LLC

Pursuant to Sections 103 and 265 of the General
Corporation Law of the State of Delaware and Section 18-216 of the
Delaware Limited Liability Company Act

United States Steel LLC, a Delaware limited liability company (the
"Company"), does hereby certify to the following facts relating to the conversion of
the Company to a Delaware corporation named United States Steel Corporation (the
"Conversion"):

FIRST: The Company was first formed on the 25th day of May,
2001.

SECOND: The name of the Company immediately prior to the filing
of this certificate of conversion is United States Steel LLC.

THIRD: The name of the corporation to which the Company shall be
converted, as set forth in its certificate of incorporation, is United States Steel
Corporation.

FOURTH: The Company is a limited liability company formed under
the laws of the State of Delaware.

FIFTH: Pursuant to Section 103(d) of the Delaware General Corpora-
tion Law, this Certificate of Conversion shall be effective at 11:59 p.m. on December
31, 2001.

IN WITNESS WHEREOF, the Company has caused this certificate of conversion to be executed in its name this 31st day of December, 2001.

UNITED STATES STEEL LLC

By: 

G. R. Haggerty

Vice President - Accounting & Finance