

REC

06-11-2002
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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):
JP Technologies

6-3-02

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

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

3. Nature of conveyance:

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

Execution Date: October 25, 2001

2. Name and address of receiving party(ies)

Name: Pentron Corporation

Internal Address: Legal Department

Street Address: 53 N. Plains Industrial Road
City: Wallingford State: CT Zip: 06492

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

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

A. Trademark Application No.(s)

78/084125

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: Pentron Corporation

Internal Address: Legal Department

Street Address: 53 N. Plains Industrial Road

City: Wallingford State: CT Zip: 06492

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:

50-0718

(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.

J. MacDonagh
Name of Person Signing

[Signature]
Signature

6/3/02
Date

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

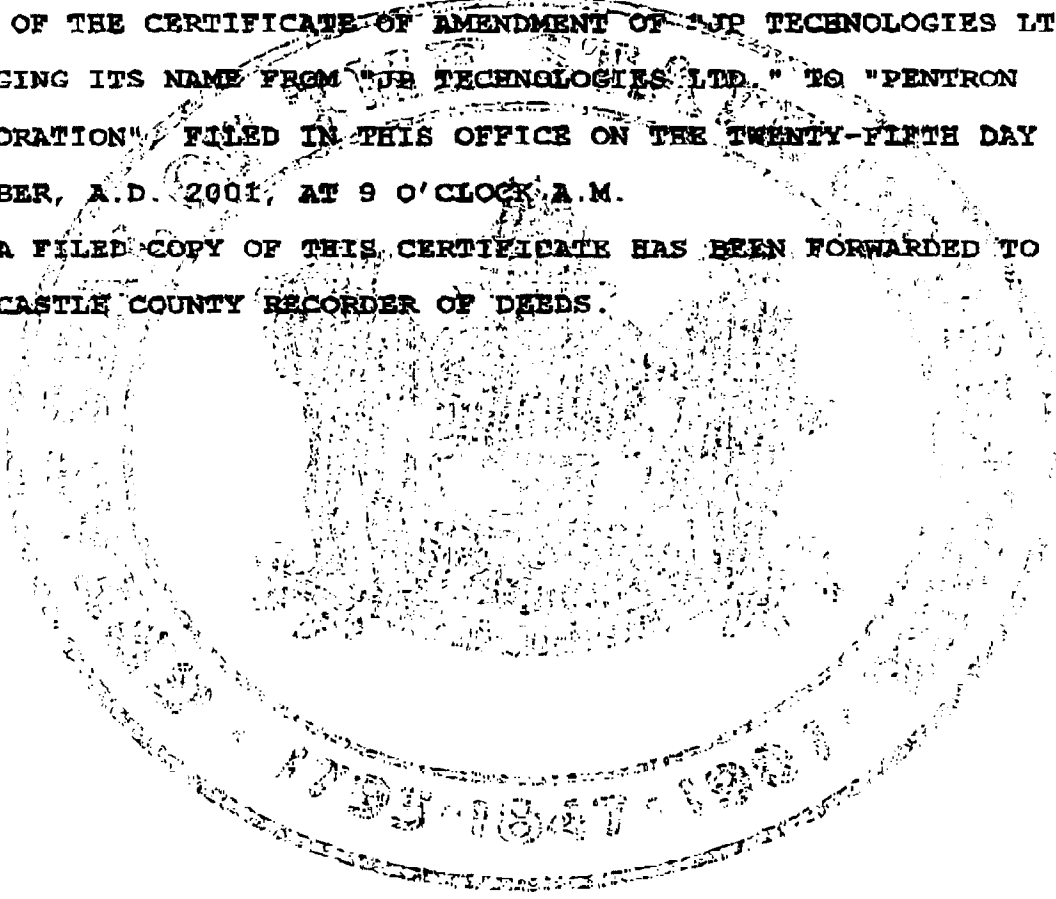
06/10/2002 GT0N11 00000113 500718 78084125

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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 "JP TECHNOLOGIES LTD.", CHANGING ITS NAME FROM "JP TECHNOLOGIES LTD." TO "PENTRON CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1411694

DATE: 10-25-01

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JSD

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
JP TECHNOLOGIES LTD.**

JP TECHNOLOGIES LTD. (the "**Corporation**"), in order to amend its Restated Certificate of Incorporation pursuant to the provisions of General Corporation Law of the State of Delaware, does hereby certify as follows:

1. The name of the Corporation is JP Technologies Ltd., and the name under which the Corporation was originally incorporated was "Custom Alloy Corporation."

2. The Restated Certificate of Incorporation of the Corporation is hereby amended to change the name of the Corporation, and to effect such amendment, Article FIRST of the Restated Certificate of Incorporation is amended to read in its entirety as follows:

FIRST: The name of the corporation (the "Corporation") is Pentron Corporation.

3. The foregoing amendment to the Restated Certificate of Incorporation was duly adopted by unanimous written consent of the stockholders in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, JP Technologies Ltd. has caused this Certificate of Amendment to be executed by its duly authorized officer on October 25, 2001.

JP TECHNOLOGIES LTD.

By: *Gordon S. Cohen*
Title: Chairman and CEO

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 10/25/2001
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CSC