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To The Honorable Commissioner of Patents and Trademarks

102143738

1 document or copy thereof.

Address of receiving party(ies)

1. Name of conveying parties:

FPG Acquisition Company

6-27-02

Name: Purolator-Facet Filter Products, Inc.

Internal Address:

Street Address: 8439 Triad Drive

City: Greensboro

State: NC Zip:27409

- Individual(s)
 - General Partnership
 - Corporation-State of Delaware
 - Other _____
- Additional name(s) of conveying party(ies) attached? Yes No

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

3. Nature of conveyance:

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

Execution Date: September 10, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

733 404

Additional numbers attached? Yes No

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

Name: Andrew J. Heinisch
 Internal Address: Attorney Docket No. 500510
 Company Name: LEYDIG, VOIT & MAYER, LTD.
 Street Address: 6815 Weaver Road, Suite 300
 City: Rockford State: IL ZIP: 61114-8018

6. Total number of applications and trademarks involved: 1

7. Total Fee (37 CFR 3.41) \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 12-1216

(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.

Andrew J. Heinisch
Printed Name of Person Signing

Date: June 21, 2002

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:

07/02/2002 6TON11 00100118 733404
01 FE:481 40.00 DP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002536 FRAME: 0863

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

FPG ACQUISITION COMPANY (the "Corporation"), a
corporation organized and existing under and by virtue of the
General Corporation Law of the State of Delaware, DOES HEREBY
CERTIFY THAT:

FIRST: The Board of Directors of the Corporation, by written consent pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, a copy of which has been filed with the minutes of the Corporation, adopted resolutions proposing the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED, that the Board of Directors of the Corporation hereby declares it advisable that Article First of the Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"**FIRST:** The name of the corporation (which is hereinafter referred to as the "Corporation") is Purolator-Facet Filter Products, Inc."

SECOND: The stockholders of the Corporation, by written consent of the holders of more than a majority of the outstanding stock entitled to vote thereon given pursuant to Section 228 of the General Corporation Law of the State of Delaware, a copy of which has been filed with the minutes of the Corporation, adopted the foregoing amendment to the Certificate of Incorporation of the Corporation.

THIRD: The foregoing amendment has been duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by its Vice President this 10th day of September, 1999.

FPG ACQUISITION COMPANY



Marcia S. Blaylock,
Vice President

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