

11-25-2002

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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102289390

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.

WRD 6/5/02

1. Name of conveying party(ies):  
Westinghouse Electric Corporation

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: CBS Corporation  
Internal Address: \_\_\_\_\_  
Street Address: 51 West 52nd Street  
City: New York      State: NY      Zip: 10019

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Pennsylvania  
 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 \_\_\_\_\_

Execution Date: December 1, 1997

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
\_\_\_\_\_

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) 1181566  
\_\_\_\_\_

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Rebecca Borden, Viacom Inc.  
Internal Address: \_\_\_\_\_  
\_\_\_\_\_

Street Address: 1515 Broadway, 51st Floor  
\_\_\_\_\_

City: New York      State: NY      Zip: 10036

6. Total number of applications and registrations involved: .....

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

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
231325

DO NOT USE THIS SPACE

9. Signature.  
Rebecca Borden \_\_\_\_\_  
Name of Person Signing      *Rebecca Borden* \_\_\_\_\_  
Signature      *June 5 2002* \_\_\_\_\_  
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

TRADEMARK  
REEL: 002579 FRAME: 0060

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Microfilm Number \_\_\_\_\_

Filed with the Department of State on \_\_\_\_\_

Entity Number 0386973

*[Signature]*  
Secretary of the Commonwealth *[Initials]*

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION  
DSCB:15-1915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: Westinghouse Electric Corporation

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a)	_____				
	Number and Street	City	State	Zip	County
(b) c/o:	<u>CT Corporation System</u>				<u>Allegheny</u>
	Name of Commercial Registered Office Provider				County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Special Act of the General Assembly approved April 9, 1872

4. The date of its incorporation is: April 9, 1872

5. (Check, and if appropriate complete, one of the following):

\_\_\_ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on December 1, 1997 at 12:01 AM

6. (Check one of the following):

\_\_\_ The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

\_\_\_ The amendment adopted by the corporation, set forth in full, is as follows:

DSCB:15-1915 (Rev 90)-2

XThe amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof.

8.     The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 18th day of November, 19 97.

Westinghouse Electric Corporation

(Name of Corporation)

BY:

Angeline C. Straka  
Angeline C. Straka (Signature)

TITLE: Vice President, Secretary and Associate General Counsel

**EXHIBIT A**

RESOLVED, that Article FIRST of the Restated Articles of Incorporation of the Company is hereby amended and restated in its entirety to read as follows: The name of the corporation (hereinafter called the "Company") is CBS Corporation.

CONSENT TO USE OF SIMILAR NAME  
DSCB:17.3 (Rev 90)

Pursuant to 19 Pa. Code § 17.3 (relating to use of a confusingly similar name) the undersigned association, desiring to consent to the use by another association of a name which is confusingly similar to its name, hereby certifies that:

1. The name of the association executing this Consent to Use of Similar Name is: CBS Inc.

2. The (a) address of this association's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____	_____	_____	_____	_____
Number and Street	City	State	Zip	County
(b) c/o: <u>The Prentice-Hall Corporation System, Inc.</u>			<u>New York</u>	
Name of Commercial Registered Office Provider				County

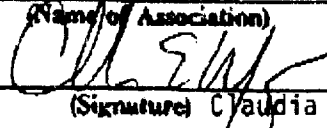
For an association represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the association is located for venue and official publication purposes.

3. The date of its incorporation or other organization is: January 27, 1927  
4. The statute under which it was incorporated or otherwise organized is: Business Corporation Law of the State of New York

5. The association(s) entitled to the benefit of this Consent to Use of Similar Name is (are):  
Westinghouse Electric Corporation which intends to change its name to CBS Corporation

6. A check in this box:  indicates that the association executing this Consent to Use of Similar Name is the parent or prime affiliate of a group of associations using the same name with geographic or other designations, and that such association is authorized to and does hereby act on behalf of all such affiliated associations, including the following (see 19 Pa. Code § 17.3 (c) (6)):

IN TESTIMONY WHEREOF, the undersigned association has caused this consent to be signed by a duly authorized officer thereof this 18th day of November, 19 97.

CBS Inc.  
(Name of Association)  
BY:   
(Signature) Claudia E. Morf  
TITLE: Vice President and Treasurer

(PA. - 630 - 10/2/92)