

11-19-2002



To the Honorable Commissioner of Pa

attached original documents or copy thereof.

1. Name of conveying party(ies):

102284795

address of receiving party(ies):

Kaynar Holdings Inc.

Kaynar Technologies Inc.  
800 South State College Blvd.  
Fullerton, CA 92634

Individual(s) Association  
General Partnership Limited Partnership

Corporation - Delaware  
Other:

Individual(s) citizenship \_\_\_\_\_  
Association \_\_\_\_\_  
General Partnership \_\_\_\_\_  
Limited Partnership \_\_\_\_\_  
 Corporation - Delaware  
Other - \_\_\_\_\_

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

3. Nature of conveyance:

Assignment  Merger  
Security Agreement Change of Name  
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

Execution Date: May 6, 1997

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s):

961253 828433  
760506 828107

Additional numbers attached? Yes  No

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

Name: Janis H. Brennan, Esq.

Internal Address: Foley Hoag LLP

6. Total number of applications and registrations involved: ..... 4

7. Total fee (37 CFR 3.41):.....\$115.00

Enclosed  
 Authorized to be charged to deposit account

Street Address: 1747 Pennsylvania Avenue NW

8. Deposit account number:

06-1446

City: Washington State: DC ZIP: 20006

(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.

Janis H. Brennan, Esq.

Janis H. Brennan  
Signature

October 31, 2002

Name of Person Signing

Date

Total number of pages comprising cover sheet:..... 1

11/18/2002 DBYRNE 00000122 061446 961253

01 FC:8521 40.00 CH  
02 FC:8522 75.00 CH

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, 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:

"KAYNAR TECHNOLOGIES INC.", A DELAWARE CORPORATION,  
WITH AND INTO "KAYNAR HOLDINGS INC." UNDER THE NAME OF  
"KAYNAR TECHNOLOGIES INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF MAY, A.D. 1997, AT 11:35 O'CLOCK A.M.



Edward J. Freel, Secretary of State

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AUTHENTICATION: 9684119  
DATE: 04-13-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:35 AM 05/06/1997  
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**CERTIFICATE OF MERGER  
OF  
KAYNAR TECHNOLOGIES INC.  
WITH AND INTO  
KAYNAR HOLDINGS INC.**

Kaynar Holdings Inc., organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

**DOES HEREBY CERTIFY AS FOLLOWS:**

**FIRST:** The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") to the merger are:

<u>Name</u>	<u>State of Incorporates</u>
KAYNAR HOLDINGS INC.	Delaware
KAYNAR TECHNOLOGIES INC.	Delaware

**SECOND:** An Agreement and Plan of Merger, dated as of May 5, 1997 (the "Merger Agreement"), by and among Kaynar Holdings Inc. (the "Corporation") and Kaynar Technologies Inc. ("Operating Company") providing for the merger (the "Merger") of Operating Company with and into the Corporation, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

**THIRD:** The Merger has been duly adopted by written consent of the holders of not less than a majority of the outstanding shares of stock of the Corporation entitled to vote thereon and by holders of not less than a majority of the shares of stock of each class of the outstanding stock of Corporation entitled to vote thereon as a class, and written notice of the corporate action has been given to the stockholders of Corporation who have not so consented, all in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**FOURTH:** The Merger has been duly adopted by the written consent of the Corporation, the sole stockholder of Operating Company, in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**FIFTH:** The name of the surviving corporation is Kaynar Holdings Inc., which shall change its name to Kaynar Technologies Inc. (the "Surviving Corporation").

**SIXTH:** The Certificate of Incorporation, as amended and restated on May 6, 1997, of the Corporation shall, upon

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effectiveness of the Merger, be that of the Surviving Corporation, except that Article I shall be amended to read as follows:

"The name of the Corporation is Kaynar Technologies Inc."

**SEVENTH:** The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business is 500 N. State College Boulevard, Suite 1000, Orange, California 92868.

**EIGHTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

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P.03

D'NEUVEN & MYERS LLP L03

MAY-06-1997 09:14

**IN WITNESS WHEREOF**, the Corporation has issued this Certificate of Merger to be duly executed in its corporate name this 6<sup>th</sup> day of May, 1997.

**KAYMAR HOLDINGS INC.**

By: DAWerner  
Name: David A. Werner  
Title: Executive Vice President

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TOTAL P.20