

11-25-2002

ET
Y

Docket No.:



102291770

Tab settings

To the Honorable Commissioner of Patents and Trademarks attached original documents or copy thereof.

1. Name of conveying party(ies):
Marmon Wire & Cable LLC *MED 11-25-02*

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

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: The Marmon Corporation

Internal Address: _____

Street Address: 225 West Washington Street

City: Chicago State: IL ZIP: 60606

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Conversion

Execution Date: July 1, 2002

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

A. Trademark Application No.(s)

Additional numbers

B. Trademark Registration No.(s)

1763601

Yes No

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

Name: Thomas W. Ryan, Esq.

Internal Address: Piper Rudnick

Street Address: P.O. Box 64807

City: Chicago State: IL ZIP: 60664

6. Total number of applications and registrations involved:..... **1**

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

Enclosed *405*
 Authorized to be charged to deposit account

8. Deposit account number:

18-2284

11/26/2002 6TON11 00000068 1763601
01 FC:8521 40.00 DP

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.

Thomas W. Ryan *[Signature]* 11/20/2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

3

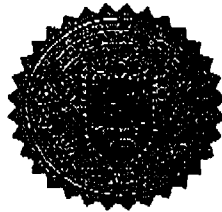
TRADEMARK

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 "MARMON WIRE & CABLE LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "MARMON WIRE & CABLE LLC" TO "THE MARMON CORPORATION", FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2002, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State

0818666 8100V

020425770

AUTHENTICATION: 1865655

DATE: 07-02-02

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/01/2002
020425770 - 0818666

**CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO
A CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW**

This Certificate of Conversion _____ is being executed on the 1st
day of July, 2002.

It is certified as follows:

1. The name of the limited liability company immediately prior to filing this Certificate is Marmon Wire & Cable LLC.
2. This company originally formed on November 25, 1975, in the state of Delaware.
3. The original name of the limited liability company as set forth in the Certificate of Formation is Marmon LLC.
4. The name of the corporation as set forth in the Certificate of Incorporation is The Marmon Corporation.
5. The conversion has been approved in accordance with the provisions of Section 265 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the day and year first above written.

MARMON WIRE & CABLE LLC,
a Delaware limited liability company

By: Karen M. McElligatt

Name: Karen M. McElligatt
Title: Authorized signatory

NGEDOC5:2609N.0377:744267.1