

RECORDATION FORM COVER
TRADEMARKS OFFICE

12-02-2002



102297822

/ thereof.

To the Honorable Commissioner of Trademarks: Please record this

OFFICE OF PUBLIC RECORDS

NOV 27 AM 11:09

11-27-02

FINANCE SECTION

1. Name of conveying party(ies):

Weather-Seal Acquisition Corporation
755 Boardman-Canfield Road
Building G - West
Boardman, OH 44512

Name of receiving party(ies):

American Weather-Seal Company
755 Boardman-Canfield Road
Building G - West
Boardman, OH 44512

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

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation - state: Delaware
- Other:

3. Nature of Conveyance:

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

Execution Date: June 15, 1998

If assignee is not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(Designation must be a separate document)

Additional name(s) and address(es) attached?

- Yes
- No

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,344,165

Additional number(s) attached: Yes No

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

Michael B. Stewart
Rader, Fishman & Grauer PLLC
39533 Woodward Avenue
Suite 140
Bloomfield Hills, MI 48304

6. Total number of applications and registrations involved: One (1)

7. Total fee (37 CFR § 3.41): \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 18-0013
(Attach duplicate copy of this page if using deposit account)

12/02/2002 TDIAZ1 00000040 180013 2344165
01 FC:0521 40.00 CH

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.

Michelle L. Visser
Name

Michelle L. Visser
Signature

November 21, 2002
Date

Total number of pages comprising cover sheet: 1

State of Delaware
Office of the Secretary of State

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 AMENDMENT OF "WEATHER-SEAL ACQUISITION CORPORATION" CHANGING ITS NAME FROM "WEATHER-SEAL ACQUISITION CORPORATION" TO "AMERICAN WEATHER-SEAL COMPANY", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JUNE, A.D. 1998, AT 10:30 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2858306 8100

AUTHENTICATION: 9139469

981229999

DATE: 06-16-98

TRADEMARK

REEL: 002625 FRAME: 0357

**CERTIFICATE OF AMENDMENT
OF
WEATHER-SEAL ACQUISITION CORPORATION**

WEATHER-SEAL ACQUISITION CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST, that the Board of Directors of said corporation, by the unanimous written consent of its members, which consent has been filed in the corporate record book, did on June 15, 1998 adopt a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

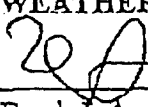
FURTHER RESOLVED, that Paragraph 1 of the Corporation's Certificate of Incorporation shall be amended and restated to read as follows: "The name of the corporation is American Weather-Seal Company."

SECOND, that in lieu of a meeting and vote of stockholders, on June 15, 1998, the stockholders gave unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

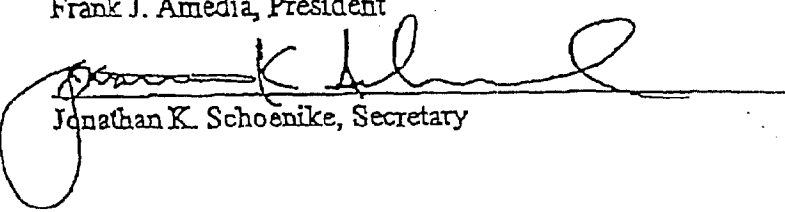
~~THIRD, that the aforementioned amendment was duly adopted in accordance with the applicable provisions of Section 242 and Section 228 of the General Corporation Law of the State of Delaware.~~

IN WITNESS WHEREOF, Weather-Seal Acquisition Corporation, now to be known as American Weather-Seal Company, has caused this Certificate of Amendment to be signed by Frank J. Amedia, President, and attested by Jonathan K. Schoenike, Secretary, on June 15, 1998.

WEATHER-SEAL ACQUISITION CORPORATION



Frank J. Amedia, President



Jonathan K. Schoenike, Secretary