

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Lawson Mardon Wheaton Inc.		01/27/1999	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	Wheaton USA Inc.
Street Address:	1101 Wheaton Ave.
City:	Millville
State/Country:	NEW JERSEY
Postal Code:	08332
Entity Type:	CORPORATION: NEW JERSEY

**PROPERTY NUMBERS Total: 1**

Property Type	Number
Registration Number:	2114039

**CORRESPONDENCE DATA**

Fax Number: (610)407-0701  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (610) 407-0700  
 Email: kafoley@ratnerprestia.com  
 Correspondent Name: Benjamin E. Leace  
 Address Line 1: P.O. Box 980  
 Address Line 2: One Westlakes, Berwyn, Suite 301  
 Address Line 4: Valley Forge, PENNSYLVANIA 19482-0980

ATTORNEY DOCKET NUMBER:	WIC-2570
NAME OF SUBMITTER:	Benjamin E. Leace

CH \$40.00 2114039

Total Attachments: 2  
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CERTIFICATE OF AMENDMENT TO THE AMENDED  
AND RESTATED CERTIFICATE OF INCORPORATION  
OF

LAWSON MARDON WHEATON INC.

**FILED**

JAN 27 1999

**James A. DiEleuterio, Jr.  
State Treasurer**

To: The Secretary of State  
State of New Jersey

Pursuant to the provisions of Sections 14A:9-1 (2) (a), 14A:9-2 (4) and 14A:9-4 (3) of the New Jersey Business Corporation Act, LAWSON MARDON WHEATON INC., a New Jersey corporation (the "Corporation"), hereby executes the following Certificate of Amendment to its Amended and Restated Certificate of Incorporation:

1. The name of the Corporation is Lawson Mardon Wheaton Inc.
2. The following amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation was approved by the directors and thereafter duly adopted by the holder of shares of Common Stock, par value \$0.001 per share ("Common Stock"), of the Corporation, without a meeting, pursuant to the written consent of the shareholder entitled to consent to the adoption of the Amendment solicited on September 25, 1998.

**RESOLVED**, that the following amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation, constituting a restatement of Article FIRST thereof, be and the same is hereby approved:

"FIRST" The name of the corporation is Wheston USA Inc. (the "Corporation").

1. The number of shares of Common Stock entitled to vote thereon was 100.

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4. The holder of 100 shares of Common Stock consented in writing to the adoption of the Amendment.

Dated: January 27, 1999

LAWSON MARDON WHEATON INC.

By: J. Robertson Maalver  
J. Robertson Maalver  
Vice President and Secretary

ATTEST:

[Signature]  
James E. Gutierrez  
Assistant Secretary

(SEAL)

