

01-23-2003

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2003 JAN 21 AM 10:32

FINANCE SECTION



REC 102344345 STREET

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_

Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger  
Effective Date  
Month Day Year  
Aug. 1, 2001

Change of Name

Other \_\_\_\_\_

Conveying Party

1-2/03

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
Aug. 1, 2001

Name Polyftronics, Inc.

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Massachusetts

Receiving Party

Mark if additional names of receiving parties attached

Name Whatman Inc.

DBA/KA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 200 Wells Avenue

Address (line 2) \_\_\_\_\_

Address (line 3) Newton Massachusetts 02459  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Massachusetts

(Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,029,609"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Howard B. Barnaby

Jan. 10, 2003

Name of Person Signing

Signature

Date Signed

# The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF ~~CONSOLIDATION~~ \*MERGER (General Laws, Chapter 156B, Section 78)

~~Consolidation~~ \*merger of

Polyfilitronics, Inc.

Wharman Inc.

the constituent corporations, into

Wharman Inc.

~~Consolidation~~ / \*one of the constituent corporations.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~consolidation~~ / \*merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 78, and will be kept as provided by Subsection (d) thereof. The ~~surviving~~ / \*surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.
2. The effective date of the ~~consolidation~~ / \*merger determined pursuant to the agreement of ~~consolidation~~ / \*merger shall be ~~the date approved and filed by the Secretary of the State~~ / \*the date of filing of the articles of merger with the Secretary of the State, which shall be ~~on or after the date of filing~~ / \*effective August 1, 2001 at 12:01 A.M. Eastern Daylight Time.
3. (For a merger)  
The following amendments to the Articles of Organization of the surviving corporation have been effected pursuant to the agreement of merger:

None

C   
P   
M   
R.A.

*\*Delete the inapplicable word. \*\*If there are no provisions state "None".  
\*Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring such addition is clearly indicated.*

(For a consolidation)

(a) The purpose of the resulting corporation is to engage in the following business activities:

Not applicable

(b) State the total number of shares and the par value, if any, of each class of stock which the resulting corporation is authorized to issue.

Not applicable

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

(c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

Not applicable

(d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

Not applicable

(e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Not applicable

If there are no provisions state "None"

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4. The information contained in Item 4 is not a permanent part of the Articles of Organization of the ~~Surviving~~ / surviving corporation.

(a) The street address of the ~~Surviving~~ / surviving corporation in Massachusetts is: (post office boxes are not acceptable)  
200 Wells Avenue, Newton, Massachusetts 02459

(b) The name, residential address, and post office address of each director and officer of the ~~Surviving~~ / surviving corporation is:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	David H. Smith	Iverston House, 20 Fitzroy Road Fleet, Hants GU13 8JJ UK	c/o Whatman plc 20/20 Maidstone, Kent, U
Treasurer:	Peter H. Cooper	61 Lodge Close, Stoke D'Abernon Cobham, Surrey KT11 2SQ UK	c/o Whatman plc 20/20 Maidstone, Kent, U
Clerk:	John Simmonds	19 Almondhayes, Belstead Road Ipswich, Suffolk IP2 9SH UK	c/o Whatman plc 20/20 Maidstone, Kent, U
Directors:	David H. Smith	Iverston House, 20 Fitzroy Road Fleet, Hants GU13 8JJ UK	c/o Whatman plc 20/20 Maidstone, Kent, U
Vice President:	James Davis	2 Autumn Lane Kingston, MA 02364	c/o Whatman Inc. 200 Wells Ave. Newton, MA 02459
ASST. Clerk:	Carol Mueller	244 Poplar Avenue Hackensack, NJ 07601	c/o Whatman, Inc. 9 Bridewell Pl. Clifton, NJ 07014
Asst. Clerk:	Paul Bryan	37 Chantry Avenue, Martley Longfield, Kent DA3 8DD UK	c/o Whatman plc 20/20 Maidstone, Kent, U.

(c) The fiscal year (i.e. tax year) of the ~~Surviving~~ / surviving corporation shall end on the last day of the month of: December

(d) The name and business address of the resident agent, if any, of the ~~Surviving~~ / surviving corporation is:  
CT Corporation, 101 Federal Street, Boston, MA 02110

The undersigned officers of the several constituent corporations listed above further state under the penalties of perjury as to their respective corporations that the agreement of ~~consolidation~~ merger has been duly executed on behalf of such corporation and duly approved by the stockholders of such corporation in the manner required by General Laws, Chapter 156B, Section 78.

James Davis ~~President~~ / Vice President.

Carol Mueller ~~Secretary~~ / Assistant Clerk.

of Polyfiltronics, Inc.  
(Name of constituent corporation)

James Davis ~~President~~ / Vice President.

Carol Mueller ~~Secretary~~ / Assistant Clerk.

of Whatman Inc.  
(Name of constituent corporation)

\*Delete the inapplicable words.  
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