

03-03-2003

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Furon Company

10-15-02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 13, 1999

2. Name and address of receiving party(ies)

Name: Saint-Gobain Performance Plastics Corporation

Internal Address:

Street Address: 150 Dey Road

City: Wayne State: NJ Zip: 07470

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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

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

A. Trademark Application No.(s) 75/641378

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Susan Okin Goldsmith, Esq.

Internal Address: Suite 100

Street Address: 100 College Rd. West

City: Princeton State: NJ Zip: 08540

6. Total number of applications and registrations involved:

1

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

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

502061 (any additional fee)

OFFICE OF PUBLIC RECORDS 2002 OCT 15 AM 10:14 FINANCE SECTION

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9. Signature.

Susan Okin Goldsmith, Esq.

Susan Goldsmith

October 8 2002

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 5

10/21/2002 LMUELLER 00000008 75641378

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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ENDORSED - FILED
in the office of the Secretary of State
of the State of California

CERTIFICATE OF OWNERSHIP

DEC 31 1999

MERGING

BILL JONES, Secretary of State

SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION

INTO

FURON COMPANY

We, Mark V. Barter, Vice President, and Walter S. Peake, Assistant Secretary, of Saint-Gobain Performance Plastics Corporation, a corporation organized and existing under the laws of the State of Delaware, do hereby certify:

1. That they are, respectively, a Vice President and an Assistant Secretary of Saint-Gobain Performance Plastics Corporation.

2. That Saint-Gobain Performance Plastics Corporation is duly organized and existing under the laws of the State of Delaware, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.

3. That Saint-Gobain Performance Plastics Corporation owns one hundred percent (100%) of the outstanding shares of Furon Company, a corporation duly organized and existing under the laws of the State of California ("Surviving Corporation").

4. That the following resolutions were duly adopted and approved by the board of directors of Saint-Gobain Performance Plastics Corporation:

RESOLVED, that Saint-Gobain Performance Plastics Corporation merge, and it hereby does merge itself into said Furon Company which assumes all of the obligations of Saint-Gobain Performance Plastics Corporation, pursuant to the provisions of Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code, upon the terms set forth in the Agreement and Plan of Merger submitted to this Board, and that such Agreement and Plan of Merger is hereby approved and adopted.

FURTHER RESOLVED, that the merger shall be effective at the close of business on December 31, 1999 ("Effective Date").

FURTHER RESOLVED, that the terms and conditions of the merger are as follows:

- (a) Each share of the Common Stock of Furon Company owned by Saint-Gobain Performance Plastics Corporation immediately prior to the Effective Date, constituting all of the issued and outstanding stock of

Furon Company, shall be cancelled, and no payment shall be made with respect thereto.

- (b) Each share of the common stock of Saint-Gobain Performance Plastics Corporation outstanding immediately prior to the Effective Date shall be converted into and become one share of the common stock of the Surviving Corporation, with the same powers, rights and privileges of the shares so converted, and shall constitute the only outstanding shares of capital stock of the Surviving Corporation.

FURTHER RESOLVED, that, pursuant to the Agreement and Plan of Merger, the Surviving Corporation, change its name by amending Article One of its Articles of Incorporation to read as follows:

FIRST: The name of the Corporation shall be Saint-Gobain Performance Plastics Corporation.

FURTHER RESOLVED, that the proper officers of Saint-Gobain Performance Plastics Corporation be and hereby are directed to make and execute a Certificate of Ownership and Merger with the Secretary of State of Delaware and a Certificate of Ownership with the California Secretary of State setting forth a copy of the resolutions to merge into said Furon Company, which will assume its liabilities.

5. That the resolutions and Plan of Merger as set forth above were duly approved by the Board of Directors of Furon Company pursuant to the provisions of Section 1110 of the California Corporations Code.

6. This certificate shall become effective on December 31, 1999.

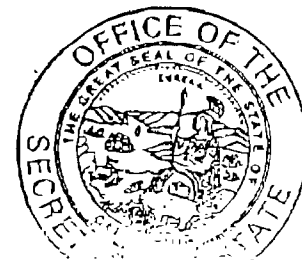
Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true to their own knowledge. Executed at Northboro, Massachusetts and Valley Forge, Pennsylvania on December 13, 1999.

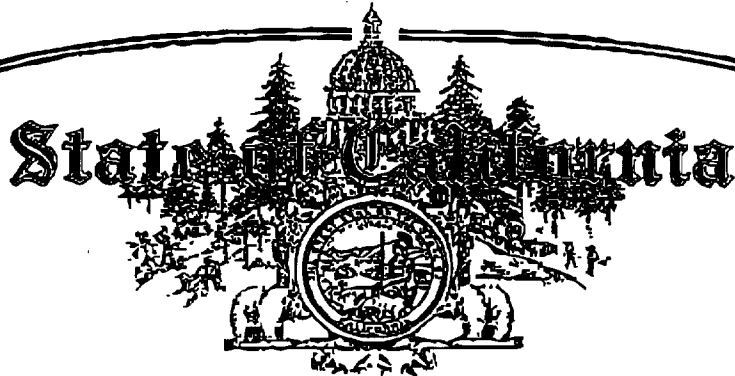
Mark V. Barter

Mark V. Barter, Vice President

Walter S. Peake

Walter S. Peake, Assistant Secretary





SECRETARY OF STATE

CERTIFICATE OF FILING

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the **31st day of December, 1999**, there was filed in this office a(n) **Certificate of Ownership** merging **SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION**, a(n) **Delaware** corporation, into **FURON COMPANY**, a **California** corporation, and the surviving corporation, by the terms of said agreement.

Further, that the name of the surviving corporation was changed to **SAINT-GOBAIN PERFORMANCE PLASTICS CORPORATION** by terms of said Certificate of Ownership.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of **January 7, 2000**.

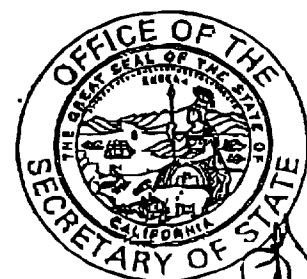
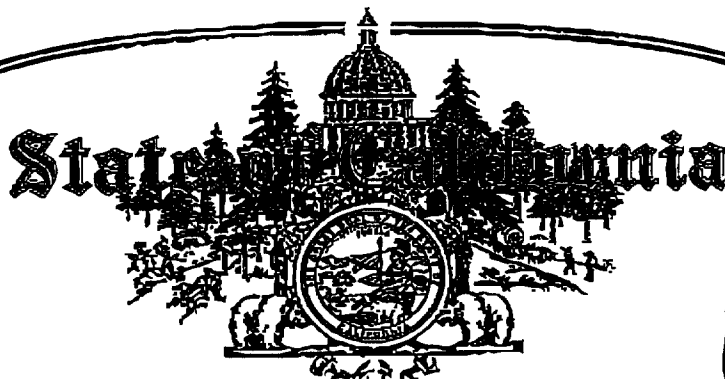


Bill Jones

BILL JONES
Secretary of State

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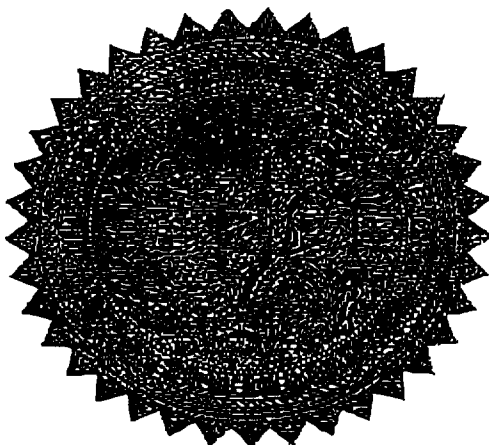
SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 31 1999



Bill Jones

Secretary of State