

Tab settings

2-6-03

TF



102381162

...ed original documents or copy thereof.

1. Name of conveying party(ies):

Murata Wiedemann, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____

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

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

Name: Murata Machinery USA, Inc.

Internal Address: FEB 6 2003

Street Address: 2120 I-85 South

City: Charlotte State: NC ZIP: 28266

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

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
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: May 31, 2002

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

A. Trademark Application No.(s)

Refund Ref: 03/04/2003 6TON11 0000124679

B. Trademark Registration No.(s)

~~735,274~~ 1,863,508
1,713,051 1,928,459
1,826,124

CHECK Refund Total: \$60.00

Additional numbers Yes No

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

Name: John R. Benefiel

Internal Address: _____

03/04/2003 6TON11 00000134 735274

01 FC:8521 40.00 DP
02 FC:8522 100.00 DP

Street Address: 280 Daines Street

Suite 100 B

City: Birmingham State: MI ZIP: 48009

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

5

7. Total fee (37 CFR 3.41):.....\$ \$200.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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.

John R. Benefiel

Name of Person Signing

John R. Benefiel
Signature

January 27, 2003

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 10:00 AM 05/15/2002
 020309006 - 2208756

STATE OF DELAWARE

CERTIFICATE OF MERGER
 OF

MURATA MACHINERY USA, INC., a North Carolina corporation,
 MURATA OF AMERICA, INC., a North Carolina corporation
 MURATA AUTOMATED SYSTEMS, INC., a North Carolina corporation
 and
 MURATA MACHINERY USA FINANCE, INC., a Delaware corporation

INTO

MURATA WIEDEMANN, INC., (which shall change its name to Murata Machinery USA,
 Inc.), a Delaware corporation

It is hereby certified that:

1. The names and states of incorporation of each of the constituent corporations (the "Constituent Corporations") of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Murata Machinery USA, Inc.	North Carolina
Murata of America, Inc.	North Carolina
Murata Automated Systems, Inc.	North Carolina
Murata Machinery USA Finance, Inc.	Delaware
Murata Wiedemann, Inc.	Delaware

2. An Agreement of Merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

3. The name of the surviving corporation of the merger is Murata Wiedemann, Inc., a Delaware corporation (the "Surviving Corporation").

4. The Certificate of Incorporation of Murata Wiedemann, Inc., the Surviving Corporation, shall be amended as follows:

A. Article I, Name of Corporation, shall be deleted in its entirety and the following inserted in lieu thereof:

"ARTICLE I
 NAME OF CORPORATION

The name of the corporation shall be Murata Machinery USA, Inc. (the "Corporation")."

JAH246772 v1

TRADEMARK
 REEL: 002682 FRAME: 0853

STATE OF DELAWARE

B. Article II, Registered Office, shall be deleted in its entirety and the following inserted in lieu thereof:

**"ARTICLE II
REGISTERED OFFICE**

The address of the registered office of the Corporation in the state of Delaware is 300 Delaware Avenue, Suite 900, 9th floor, DE5403, Wilmington, County of New Castle, DE 19801. The name of the registered agent at that address is Griffin Corporate Services, Inc."

C. Article V, Classification of Board of Directors, shall be deleted in its entirety and the following inserted in lieu thereof:

**"ARTICLE V
BOARD OF DIRECTORS**

The number of directors constituting the entire board shall be not less than three (3) nor more than five (5)."

Except as amended hereby, the Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation currently on record with the Office of Secretary of State of the State of Delaware.

5. The executed Agreement of Merger is on file at an office of the Surviving Corporation, the address of which is as follows:

Murata Machinery USA, Inc.
2120 I-85 South
Charlotte, North Carolina 28266

6. A copy of the Agreement of Merger will be furnished, on request and without cost, to any shareholder of any Constituent Corporation.

7. Intentionally Omitted.

STATE OF DELAWARE

8. The Surviving Corporation is a Delaware corporation and, as required by Section 252(c)(8) of The General Corporation Law of Delaware, the authorized capital stock of each Constituent Corporation which is not a Delaware corporation is as follows::

<u>Name of Constituent Corporation</u>	<u>State of Incorporation</u>	<u>Authorized Capital Stock</u>
Murata Machinery USA, Inc.	North Carolina	10 million shares, with a par value of \$1 each
Murata of America, Inc.	North Carolina	1 million shares, no par value
Murata Automated Systems, Inc.	North Carolina	1 million shares, no par value

9. The Agreement of Merger between the aforesaid Constituent Corporations provides that the merger herein certified shall be effective at 11:59 p.m., May 31, 2002.

Dated: May 10th, 2002

MURATA WIEDEMANN, INC.
a Delaware corporation

By: 

Dale R. Mitchell, President

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MURATA AUTOMATED SYSTEMS, INC.", A NORTH CAROLINA CORPORATION,

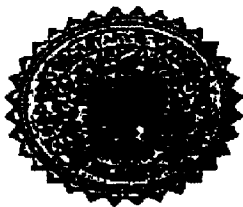
"MURATA MACHINERY USA FINANCE, INC.", A DELAWARE CORPORATION,

"MURATA MACHINERY USA, INC.", A NORTH CAROLINA CORPORATION,

"MURATA OF AMERICA, INC.", A NORTH CAROLINA CORPORATION,

WITH AND INTO "MURATA WIEDEMANN, INC." UNDER THE NAME OF "MURATA MACHINERY USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF MAY, A.D. 2002, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MAY, A.D. 2002, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2208756 8100M

AUTHENTICATION: 1831258

020367055

DATE: 06-14-02

RECORDED: 02/06/2003

TRADEMARK
REEL: 002682 FRAME: 0856