

04-15-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

4-9-03

REC 102419376 TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):

Buckeye Steel Castings Company

- Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State Delaware
Other

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

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
[X] Other Merger and Change of Name

Execution Date: November 30, 1999

2. Name and address of receiving party(ies)

Name: BSC Newco, Inc. under the name Internal of Buckeye Steel Castings Company

Street Address: 2211 Parsons Avenue

City: Columbus State: OH Zip: 43207

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State Delaware
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) See attached Schedule A for continuation of Block 4.B.

Additional number(s) attached Yes No

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

Name: Rashmi Chandra

Internal Address: KIRKLAND & ELLIS

Street Address: 200 East Randolph Drive

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41): \$ 215.00

- Enclosed
[X] Authorized to be charged to deposit account and for any additional fees and/or credits

8. Deposit account number:

22-0440

DO NOT USE THIS SPACE

9. Signature.

Rashmi Chandra Name of Person Signing

Rashmi Chandra Signature

4/7/03 Date

Total number of pages including cover sheet, attachments, and document: 6

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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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TRADEMARK REEL: 002711 FRAME: 0547

SCHEDULE A
Continuation of Block 4.B.

U.S. TRADEMARK REGISTRATIONS

Country	Mark	App. #/Date	Reg. No./Date
US	B and Design	71/092389 1/25/16	0111447 7/18/16
US	COMMONWEALTH	71/122073 8/28/19	0130680 5/4/20
US	B IN A CIRCLE	71/572082 1/13/49	0523599 4/4/50
US	C-R	71/622426 12/13/51	0565354 10/14/52
US	ELASTO-CUSHION	72/313679 12/5/68	0876898 9/16/69
US	BUCKEYE	73/039870 12/18/74	1018802 8/26/75
US	G IN SHIELD	74/119657 12/3/90	1660741 10/15/91
US	B85	75/297228 5/23/97	2297263 12/7/99

CERTIFICATE OF MERGER

OF

BUCKEYE STEEL CASTINGS COMPANY
(a Delaware corporation)

WITH AND INTO

BSC NEWCO, INC.
(a Delaware corporation)

*In accordance with the provisions of §251 of the
General Corporation Law of the
State of Delaware*

BSC Newco, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), desiring to merge Buckeye Steel Castings Company, a Delaware corporation, with and into itself, pursuant to the provisions of §251 of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

FIRST: The name and state of incorporation of each constituent corporation of the merger (the "Merger") are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Buckeye Steel Castings Company	Delaware
BSC Newco, Inc.	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each constituent corporation, in accordance with the requirements of §251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the Merger is BSC Newco, Inc. (the "Surviving Corporation"). The Certificate of Incorporation of the Corporation as in effect

at the effective time of the Merger shall be the Certificate of Incorporation of the Surviving Corporation, except that Article One shall be amended to read as follows:

"ARTICLE ONE

The name of the corporation is Buckeye Steel Castings Company (the "corporation")."

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, the Merger Agreement may be amended or terminated and abandoned by the Boards of Directors of the constituent corporations at any time prior to the date of filing the Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, 2211 Parsons Avenue, Columbus, OH 43207, Attention: President, and a copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any constituent corporation.

SIXTH: The Merger shall be effective immediately upon filing.

* * * * *

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent corporations, pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 30th day of November, 1999.

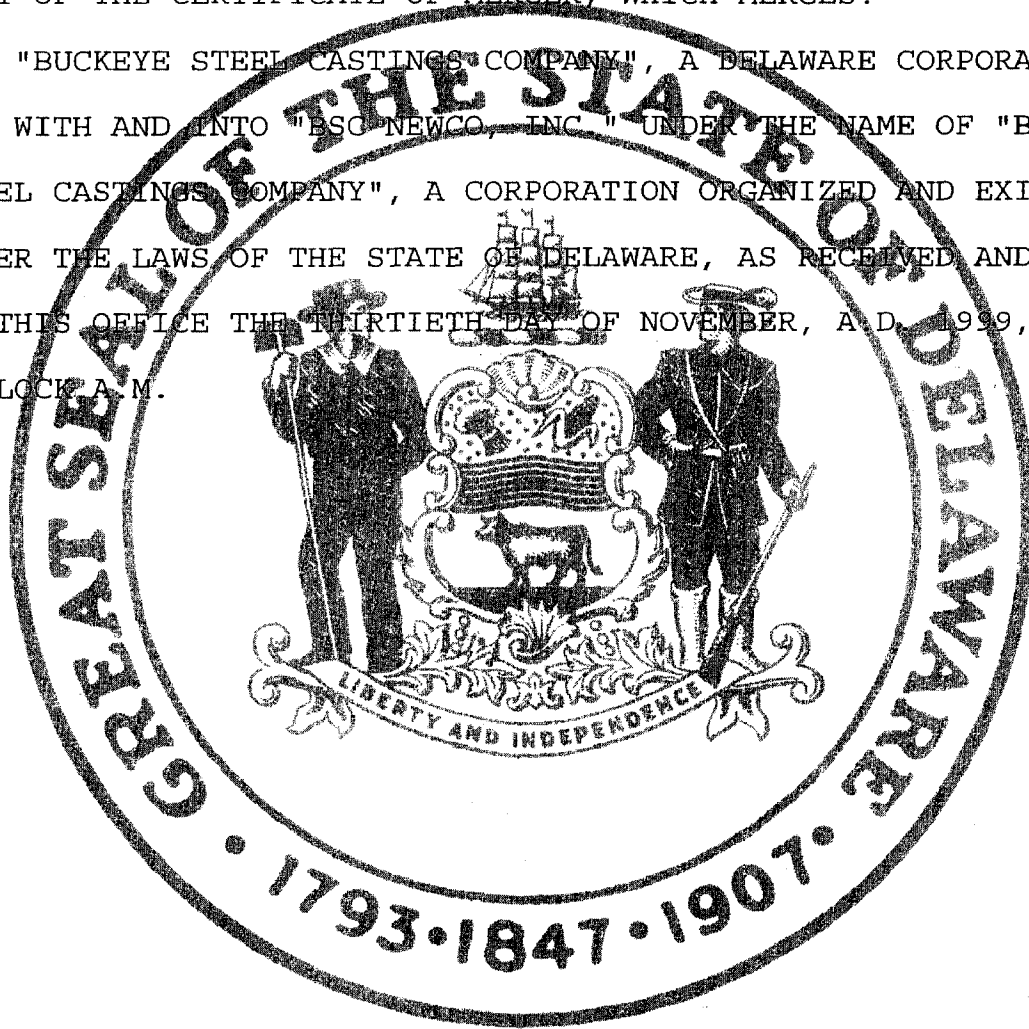
BSC Newco, Inc.,
a Delaware corporation

By: /s/ James P. Marra
James P. Marra
Vice President

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 MERGER, WHICH MERGES:

"BUCKEYE STEEL CASTINGS COMPANY", A DELAWARE CORPORATION, WITH AND INTO "ESC NEWCO, INC." UNDER THE NAME OF "BUCKEYE STEEL CASTINGS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0109041

991510174

DATE: 11-30-99

TRADEMARK

RECORDED: 04/09/2003

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