

Form PTO-1594

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

TRADEMARKS ONLY

U.S. Patent & Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)

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

<p>1. Name of conveying party(ies): <u>Carlisle Management Company</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State (Delaware) <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Carlisle Intangible Company</u> Internal Address: _____ Street Address: <u>250 Clinton Street, Suite 201</u> City: <u>Syracuse</u> State: <u>New York</u> Zip: <u>13202-1258</u></p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 27, 2001</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>B. Trademark Registration No.(s) SEE ATTACHED</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Donald F. Frei, Esq.</u> Internal Address: <u>Wood, Herron & Evans, L.L.P.</u> <u>2700 Carew Tower</u> Street Address: <u>441 Vine Street</u> City: <u>Cincinnati</u> State: <u>Ohio</u> Zip: <u>45202</u></p>	<p>6. Total number of applications and trademarks involved: <u>24</u></p> <p>7. Total fee (37 CFR 3.41): <u>\$615.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account if deficiencies occur</p> <p>8. Deposit Account number: <u>23-3000</u> (Attach duplicate copy of this page if paying by deposit account)</p>

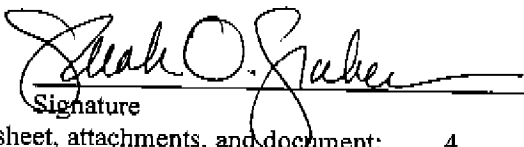
DO NOT USE THIS SPACE

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.

Sarah Otte Graber, Esq.

Name of Person Signing



Signature

September 16, 2003

Date

Total number of pages including cover sheet, attachments, and document: 4

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Form PTO-1594 - RECORDATION FORM COVER SHEET ATTACHMENT**CARLISLE MANAGEMENT COMPANY TO CARLISLE INTANGIBLE COMPANY**

<u>MARK</u>	<u>FILING DATE</u>	<u>REGISTRATION NO./SERIAL NO.</u>	<u>REGISTRATION DATE</u>
COG-BELT	February 11, 1957	657,136	January 14, 1958
THORO-LINK	November 18, 1957	666,311	August 26, 1958
BLUE RIBBON	May 3, 1960	709,072	December 27, 1960
POWER-WEDGE	January 28, 1963	755,504	August 27, 1963
DURAPOWER	April 19, 1962	757,776	October 1, 1963
SYNCHRO-COG	October 19, 1964	793,635	August 3, 1965
VEE-BAND	August 14, 1967	844,104	February 13, 1968
XDV	March 24, 1972	963,611	July 10, 1973
E-Z FLEX	February 5, 1973	987,778	July 9, 1974
THE INCREDIBLE MAX	August 14, 1974	1,031,401	January 27, 1976
UFL	April 14, 1977	1,080,806	January 3, 1978
COG-BAND	August 30, 1976	1,084,514	February 7, 1978
POWER-WEDGE	March 31, 1978	1,113,017	February 13, 1979
WEDGE-BAND	January 11, 1979	1,134,133	April 29, 1980
SUPER BLUE RIBBON	May 7, 1979	1,144,757	December 30, 1980
ARAMAX	September 24, 1979	1,157,361	June 9, 1981
CHEK MATE	March 22, 1982	1,246,866	August 2, 1983
E-Z FLEX	June 6, 1985	1,376,929	January 7, 1986
ULTIMAX	January 13, 1989	1,556,735	September 19, 1989
DAYWARE	May 23, 1990	1,645,046	May 21, 1991
YARDMATE	May 11, 1989	1,614,622	September 25, 1990
TOPMAX	November 2, 1992	1,791,503	September 7, 1993
SUPER II	February 16, 1994	1,868,013	December 20, 1994
RPP	April 19, 1994	1,889,620	April 18, 1995

Delaware

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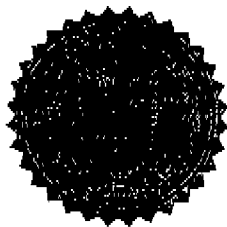
The First State

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 AMENDMENT OF "CARLISLE MANAGEMENT COMPANY", CHANGING ITS NAME FROM "CARLISLE MANAGEMENT COMPANY" TO "CARLISLE INTANGIBLE COMPANY", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2113278 8100

010671292



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1534947

DATE: 01-02-02

TRADEMARK

REEL: 002719 FRAME: 0417

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/27/2001
010671292 - 2113278

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
CARLISLE MANAGEMENT COMPANY

It is hereby certified that:

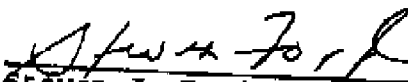
1. The name of the corporation (hereinafter called the "Corporation") is CARLISLE MANAGEMENT COMPANY.

2. The certificate of incorporation of the Corporation is hereby amended by striking out article 1 thereof and by substituting in lieu of said Article the following new Article:


"The name of the corporation is changed to CARLISLE INTANGIBLE COMPANY".

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

Signed and attested to on the 19th day of December, 2001.


Steven J. Ford, President

Attest:


Michael L. Roberson, Secretary