

04-29-2003

OFFICE OF PUBLIC RECORDS

2003 APR -9
RECORDS
TR.
FINANCE SECTION



102433426

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4.9.03

Asst. Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202

RE: Our File: T-77095

1. Name (and address) of conveying party(ies)

Hamilton Watch Co., INC.
188 E. Post Rd.
White Plains
NY 10601

2. Name and Address of receiving party(ies)

Hamilton Watch Co., INC.
941 Wheatland Avenue
Lancaster
PA 17604

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation- DELAWARE
- Other-

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-PENNSYLVANIA
- Other -

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

3. Nature of conveyance:

- Assignment;
- Security Agreement;
- Other: Certified Copy Of Dissolution of Company Filed in the Office Of Secretary of State of Delaware on May 8, 1973.
- Merger
- Change of Name

Execution Date: April 26, 1974

4. Application number(s) or registration number(s): 1

A. Trademark Application No.(s) B. Trademark Reg. No.(s)
396,381

Additional numbers attached Yes No

04/28/2003 6TON11 00000081 032465 396381
01 FC:8121 40.00 CH

TRADEMARK
REEL: 002719 FRAME: 0596

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

COLLEN IP
Intellectual Property Law, P.C.
The Holyoke-Manhattan Building
80 South Highland Avenue
Town of Ossining
Westchester County, New York 10562

6. Total number of registrations involved: 1

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

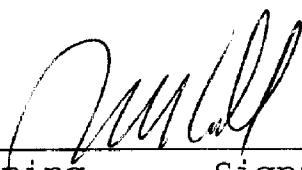
- Enclosed
 Authorized to be charged to deposit account
 Already submitted
-

8. Deposit account number:
03-2465

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Jess M. Collen  April 7, 2003
Name of person signing Signature Date

Total number of pages comprising cover sheet, attachments and documents: 13

JMC/MC
Enclosures: Copies of Dissolution Documents

State of Delaware



Office of Secretary of State

I, Robert H. Reed, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Dissolution of the "HAMILTON WATCH CO., INC.", as received and filed in this office the eighth day of May, A.D. 1974, at 10 o'clock A.M.

REEL 0253 FRAME 855

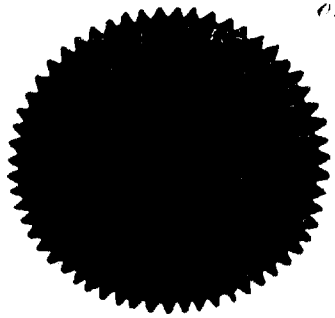
TRADE-MARK

RECORDED
U.S. PATENT OFFICE

MAY - 8 1974

C. Marshall Damm
COMMISSIONER OF PATENTS

In Testimony Whereof, I have herunto set my hand and official seal at Dover this twenty-sixth day of April in the year of our Lord one thousand nine hundred and seventy-four.



REEL 3095 FRAME 457

Robert H. Reed

Robert H. Reed

Secretary of State

G. A. Biddle

G. A. Biddle

Ass't Secretary

TRADEMARK

REEL: 002719 FRAME: 0598

CERTIFICATE OF DISSOLUTION
OF
HAMILTON WATCH CO., INC.
BY UNANIMOUS CONSENT OF STOCKHOLDERS

We, THE SUBSCRIBERS, being the record owners and holders of all the outstanding stock entitled to vote of Hamilton Watch Co., Inc., a corporation organized and existing under the laws of the State of Delaware, DO HEREBY GIVE OUR CONSENT in writing to its dissolution pursuant to section 275 of the General Corporation Law of the State of Delaware, and do sign this consent to the end that it may be filed in the office of the Secretary of State of Delaware and that this Certificate of Dissolution shall be effective on date of filing.

WITNESS our hands this 31st day of January, 1973.

AETOS WATCH, S.A.

By *[Signature]*

Attest:

[Signature]
[Corporate Seal]

REEL 3095 FRAME 54

HMV INDUSTRIES, INC.

By *[Signature]*

Attest:

[Signature]
[Corporate Seal]

REEL 0253 FRAME 856

TRADE-MARK

TRADEMARK
REEL: 002719 FRAME: 0599

STATE OF
COUNTY OF

JAMES E. POLLOCK being duly sworn, deposes and says,
that he is the Secretary of HAMILTON WATCH CO., INC. and says that;

FIRST: The foregoing consent to the dissolution of the
corporation has been signed by or on behalf of all the stock-
holders having voting power; and

SECOND: That the names and residences of the directors
and officers of HAMILTON WATCH CO., INC. are as follows:

D I R E C T O R S

<u>NAMES</u>	<u>RESIDENCES</u>
Jerome W. Robbins	342 Mayapple Road Stamford, Conn. 06903
William D. Serfass, Jr.	Woodley Lane Stamford, Conn. 06903
Gilbert W. Vatter	24 Anchorage Road Port Washington, N.Y. 11050
Gunter Reichenberg	CH-2501 Bienne, Switzer- land
Gerard Mandelbaum	516 Fifth Avenue New York, N.Y. 10036
Robert N. Wiiken	242 Riverside Avenue Riverside, Conn. 06878
James E. Pollock	7 Casse Court Mahopac, New York 10541
Robert B. Oliver	3112 Chryst Circle Lancaster, Pa. 17603
R.C. Hurtt	328 Maple Avenue Millersville, Pa. 17551
Ralph S. Rousch	2878 Saddle Ridge Drive Yorktown Heights, N.Y. 10598

REEL 0253 FRAME 857

TRADE-MARK

O F F I C E R S

<u>NAMES</u>	<u>OFFICES</u>	<u>RESIDENCES</u>
Jerome W. Robbins	Chairman of Board	See above

O F F I C E R S

<u>NAMES</u>	<u>OFFICES</u>	<u>RESIDENCES</u>
Robert N. Wiiken	President	See above
William D. Serfass, Jr.	Vice President	See above
Gilbert W. Vatter	Vice President	See above
Gunter Reichenberg	Vice President	See above
James E. Pollock	Secretary	See above
Ralph S. Rousch	Treasurer	See above
Robert B. Oliver	Asst. Treasurer & Asst. Secretary	See above

Subscribed and sworn to
before me this
day of February, 1973.

Secretary

Notary Public
HELEN KLINE, Notary Public

Lancaster, Lancaster County

My Commission Expires February 7, 1975

REEL 3095 FRAME 55

REEL 0253 FRAME 858

TRADE-MARK

Commonwealth of Pennsylvania



April 2, 1974

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

IN RE: "HAMILTON WATCH CO., INC."

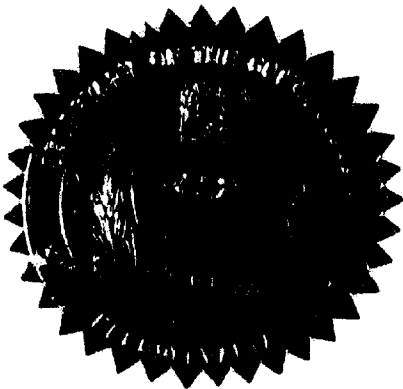
I, C. DE LORES TUCKER, Secretary of the Commonwealth

of the Commonwealth of Pennsylvania do hereby certify that the foregoing
and annexed is a true and correct photocopy of Articles of Domestication
and Certificate of Domestication
which appear of record in this Department.

REEL 0253 FRAME 855

TRADE-MARK

REEL 3095 FRAME 53



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused the
seal of the Secretary's Office to be
affixed, the day and year above
written.

C. DeLores Tucker

Secretary of the Commonwealth

TRADEMARK
REEL: 002719 FRAME: 0602

3-1-72.46 467


CERTIFICATE

James E. Pollock hereby certifies as follows:

1) I am the Secretary of Hamilton Watch Co., Inc., a Delaware corporation ("Hamilton").

2) Attached hereto is a true copy of resolutions which were duly adopted by the stockholders of Hamilton on September 15, 1972 and which are still in force.

Witness my hand this 25th day of September, 1972.


James E. Pollock

REEL 3095 FRAME 47

REEL 0253 FRAME 849

TRADE-MARK

TRADEMARK

REEL: 002719 FRAME: 0603

RESOLVED, that the officers of Hamilton Watch Co., Inc., a Delaware corporation (the "Corporation") be, and they hereby are, authorized on behalf of the Corporation to effect the domestication of the Corporation under the Business Corporation Law of the Commonwealth of Pennsylvania (the "BCL"); and further

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized on behalf of the Corporation to execute and file the Articles of Domestication and the Registry Statement specified in the BCL; and further

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized on behalf of the Corporation to renounce the Corporation's original Certificate of Incorporation; and further

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized on behalf of the Corporation to take such further steps, including, without limitation, the execution and filing or delivery of instruments, documents and certificates, as they may, in the exercise of their discretion, deem necessary or desirable to effectuate the intent of the foregoing.

REEL 3095 FRAME 48

REEL 0253 FRAME 850

TRADE-MARK

TRADEMARK

REEL: 002719 FRAME: 0604

ARTICLES OF DOMESTICATION

To the Department of State,
Commonwealth of Pennsylvania:

In compliance with the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania the undersigned, duly authorized officers of Hamilton Watch Co., Inc., a Delaware corporation holding a certificate of authority to do business in the Commonwealth of Pennsylvania (the "Corporation"), for the purpose of domesticating said corporation in this Commonwealth, do hereby certify:

FIRST: The name of the Corporation is Hamilton Watch Co., Inc.

SECOND: The location and post office address of the registered office of the Corporation in this Commonwealth is 123 South Broad Street, Philadelphia, Pennsylvania 19109, c/o CT Corporation System, County of Philadelphia.

THIRD: The purposes for which the Corporation was incorporated in the State of Delaware were to manufacture and sell watches, clocks, timing devices and other products and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

REEL 3095 FRAME 49

REEL 0253 FRAME 851

TRADE-MARK

3-1-72.46-470

The purposes for which the Corporation is to be domesticated are to manufacture and sell watches, clocks, timing devices and other products and to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Law of the Commonwealth of Pennsylvania.

Upon domestication, the Corporation will be subject to the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania.

FOURTH: The Corporation was originally incorporated under the laws of the State of Delaware to have perpetual existence, and, upon domestication, the Corporation is to have perpetual existence.

FIFTH: The Corporation is authorized, under its Certificate of Incorporation in the State of Delaware, to issue one hundred thousand (100,000) shares of stock, all such shares being shares of Common Stock and having a par value of Ten Cents (\$.10). Fifty-nine thousand (59,000) shares have been issued and are outstanding. After domestication, the Corporation will continue to have the same capital structure.

IN TESTIMONY WHEREOF, the Corporation has caused these Articles of Domestication to be signed by its President

REEL 0253 FRAME 852

TRADE-MARK

TRADEMARK
REEL: 002719 FRAME: 0606

REEL 3095 FRAME 50

3-1-72.46- 471

and its corporate seal, duly attested by its Secretary, to
be hereunto affixed this 25 day of September, 1972.

HAMILTON WATCH CO. INC.

BY

John W. Polkin
President

[Corporate Seal]

Attest:

James J. [unclear]

Secretary

Filed in the Department of State on the 18th day of October
A.D. 1972.

C. McLaughlin

Secretary of the Commonwealth

ec

REEL 0253 FRAME 853

TRADE-MARK

REEL 002719 FRAME 0607

TRADEMARK

REEL: 002719 FRAME: 0607

Commonwealth of Pennsylvania



DEPARTMENT OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, In and by Section 909 of the Business Corporation Law, approved May 5, 1933, P.L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF DOMESTICATION

evidencing the domestication of a foreign business corporation,

AND WHEREAS, The stipulations and conditions of that law have been fully complied with by

HAMILTON WATCH CO., INC.

THEREFORE, KNOW YE, That subject to the Constitution of this Commonwealth and, under the authority of the Business Corporation Law, I DO BY THESE PRESENTS, which I have caused to be sealed with the Great Seal of the Commonwealth, incorporate the above named Corporation as a Pennsylvania Business Corporation, which shall exist

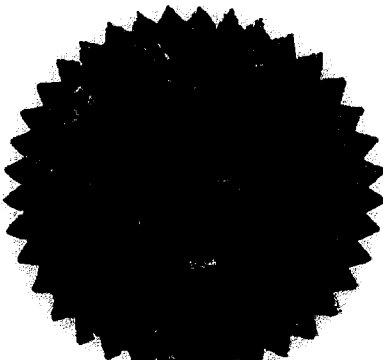
perpetually

and shall be invested with, and have and enjoy all the powers, privileges and franchises incident to a business corporation and subject to all the duties, requirements and restrictions specified and enjoined in and by the BUSINESS CORPORATION LAW and all other applicable laws of this Commonwealth.

GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 18th day of October in the year of our Lord one thousand nine hundred and seventy-two and of the Commonwealth the one hundred and ninety-seventh

C. McLaughlin Tucker

Secretary of the Commonwealth - ec



REEL 3095 FRAME 52

REEL 0253 FRAME 854

TRADE-MARK

TRADEMARK