

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.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):
Horsehead Acquisition Corp.

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

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

3. Nature of conveyance:

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

Execution Date: 12/15/2003

2. Name and address of receiving party(ies)

Name: Horsehead Corp.

Internal Address:

Street Address: 300 Frankfort Road

City: Monaca State: PA Zip: 15061

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

B. Trademark Registration No.(s) 1,834,219

Additional number(s) attached Yes No

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

Name: Alan G. Towner, Esquire

Internal Address: Pietragallo, Bosick & Gordon

Street Address: One Oxford Centre, 38th Floor
301 Grant Street

City: Pittsburgh State: PA Zip: 15219

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:

500859

DO NOT USE THIS SPACE

9. Signature.

Alan G. Towner
Name of Person Signing


Signature

May 3, 2004
Date

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

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

CH \$40.00 500859 1834219

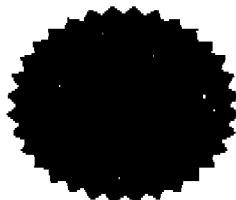
Delaware

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 AMENDMENT OF "HORSEHEAD ACQUISITION CORP.", CHANGING ITS NAME FROM "HORSEHEAD ACQUISITION CORP." TO "HORSEHEAD CORP.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2003, AT 4:51 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3661061 8100

AUTHENTICATION: 2815128

030806532

DATE: 12-16-03

TRADEMARK
REEL: 002846 FRAME: 0038

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:57 PM 12/15/2003
FILED 04:51 PM 12/15/2003
SRV 030806532 - 3661061 FILE

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
HORSEHEAD ACQUISITION CORP.**

Under Section 242 of the Delaware Corporation Law

Pursuant to Sections 242 of the Delaware Corporation Law of the State of Delaware, the undersigned, being the Vice President of Horsehead Acquisition Corp., a Delaware corporation (the "Corporation") does hereby certify the following:

FIRST: The name of the Corporation is Horsehead Acquisition Corp.

SECOND: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on May 21, 2003.

THIRD: The Certificate of Incorporation of the Corporation is hereby amended to effect a change in Article One thereof, relating to the name of the Corporation, accordingly Article One of the Certificate of Incorporation shall be amended to read in its entirety as follows:

ARTICLE ONE

"The name of the Corporation is "Horsehead Corp."

FOURTH: The Certificate of Incorporation of the Corporation is hereby amended to effect a change in Article Two thereof relating to the registered office and registered agent of the Corporation, accordingly Article Two of the Certificate of Incorporation shall be amended to read in its entirety as follows:

ARTICLE TWO

"The address of the Corporation's registered office in the State of Delaware is: 1209 Orange Street, Wilmington, Delaware 19801, in the city of Wilmington, County of New Castle. The name of the registered agent at such address is The Corporation Trust Company."

FIFTH: The amendments to the Certificate of Incorporation of the Corporation effected hereby was approved by the Board of Directors of the Corporation, and by written consent of the stockholders of the Corporation.

IN WITNESS WHEREOF, the undersigned affirms as true the foregoing under penalties of perjury, and has executed this Certificate this 15th day of December 2003.

Horsehead Acquisition Corp.

By /s/ Michael Kalb
Name: Michael Kalb
Title: Vice President