

11-06-2003

WEMMH-1594 (4/03)

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0097 (exp. 5/31/2002)

RE

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



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

1. Name of conveying party(ies):
Wabash Magnetics, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 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
 Other _____

Execution Date: March 21, 2001

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

Internal Address: _____
Street Address: 565 Fifth Avenue, Fourth Floor
City: New York State: New York Zip: 10017

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)
759,128

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

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

Internal Address: Woodard, Emhardt, Moriarty, McNett & Henry LLP

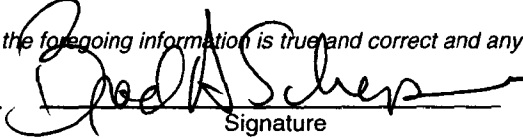
Street Address: Bank One Center/Tower, 111 Monument Circle, Suite 3700
City: Indianapolis State: Indiana Zip: 46204

7. Total fee (37 CFR 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

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.

Brad A. Schepers  October 9, 2003
Name of Person Signing Signature Date

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

11/05/2003 ECDUPER 00000096 759128 Director of the U.S. Patent and Trademark Office, Mail Stop Assignment Recordation Services Washington, D.C. 20231 VIA FACSIMILE (703) 306-5995

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TRADEMARK REEL: 002857 FRAME: 0589

State of Delaware
Office of the Secretary of State PAGE 1

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 "WABASH MAGNETICS, INC.", CHANGING ITS NAME FROM "WABASH MAGNETICS, INC." TO "WMI HOLDING CORP.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF MARCH, A.D. 2001, AT 11:59 O'CLOCK A.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

AUTHENTICATION: 1035216

DATE: 03-21-01

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
WABASH MAGNETICS, INC.

Wabash Magnetics, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Directors of said corporation, by written consent, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Wabash Magnetics, Inc. be amended by changing Article I thereof so that, as amended, said Article shall be and read as follows:

"The name of the corporation is WMI Holding Corp."

SECOND: That in lieu of a meeting and vote of stockholder, the stockholders have given their written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 and 228 of the General Corporation Law of the State of Delaware.


FOURTH: This Certificate of Amendment of Certificate of Incorporation shall become effective upon the filing hereof, with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by John H. FitzSimons, its Vice President, and attested by Moira F. Stiller, its Assistant Secretary, this 21st day of March, 2001.

WABASH MAGNETICS, INC.

By: 
John H. FitzSimons
Vice President

ATTEST:

By: 
Moira F. Stiller
Assistant Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:59 AM 03/13/2001
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TRADEMARK
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STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

BE IT REMEMBERED, that on this 21st day of March 2001, personally came before me, a Notary Public in and for the County and State aforesaid, John H. FitzSimons, Vice President of Wabash Magnetics, Inc. a corporation of the State of Delaware, and he duly executed the foregoing Certificate of Amendment before me and acknowledged the said Certificate to be his act and deed and the act and deed of the said corporation; and the facts stated therein are true.

IN WITNESS WHEREOF, I have heretofore set my hand and seal of office this 21st day of March, 2001.

Dawn E. Roberts
Notary Public

DAWN E. ROBERTS
Notary Public, State of New York
No. 070001623
Qualified in New York County
Commission Expires July 17, 2001