

11-06-2003



WEMMH-1594 (4/03)

Form PTO-1594 (Rev. 03/01) 10-14-03  
OMB No. 0651-0027 (exp. 5/31/2002)

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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):  
WMI Holding Corp.  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State (Delaware)  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_  
(CONVERSION)  
Execution Date: January 31, 2003

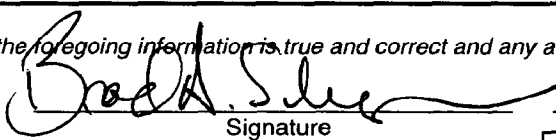
4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
B. Trademark Registration No.(s)  
759,128  
Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)  
759,128

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

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:  
(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: 3

Mail documents to be recorded with required cover sheet information to:  
Director of the U.S. Patent and Trademark Office, Mail Stop Assignment Recordation Services  
Washington, D.C. 20231  
VIA FACSIMILE (703) 306-5995

05/20/03 REC'D 0000097 774128  
FC:5521 40.00 LP

TRADEMARK  
REEL: 002857 FRAME: 0686

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "WMI HOLDING CORP." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "WMI HOLDING CORP." TO "WMI HOLDING LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JANUARY, A.D. 2003, AT 5 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF JANUARY, A.D. 2003.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2235145

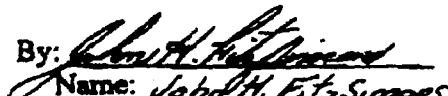
DATE: 01-31-03

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REEL: 002857 FRAME: 0687

**CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 266 OF THE DELAWARE GENERAL CORPORATION  
LAW**

1. The name of the corporation is WMI Holding Corp. (the "Corporation"). The name under which the Corporation was originally incorporated was K-N Holdings II, Inc.
2. The date on which the original Certificate of Incorporation was filed with the Secretary of State was September 4, 1981.
3. The name of the limited liability company into which the corporation is herein being converted is WMI Holding LLC.
4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.
5. This certificate will be effective on January 31, 2003.

WMI HOLDING CORP.

By:   
Name: John H. FitzSimmons  
Title: Vice President

461030.4  
22255-2018

RECORDED: 10/14/2003

TRADEMARK  
REEL: 002857 FRAME: 0688