

11/17/03

11-19-2003



102603882

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of F

d original documents or copy thereof.

1. Name of conveying party(ies):

Measurements Group, Inc.

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: Vishay Measurements Group, Inc.

Internal Address: _____

Street Address: P.O. Box 27777

City: Raleigh State: NC Zip: 27611

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 form assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 29, 1997

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,080,476

Additional numbers attached? Yes XXX No

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

Name: Michael G. Voorhees

Internal Address: _____
McKee, Voorhees & Sease P.L.C.

Street Address: _____
801 Grand Avenue

City: Des Moines State: IA Zip: 50309

6. Total number of applications and registrations involved:

1

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

xxEnclosed If the amount is insufficient please charge Deposit Acct. No. 26-0084. Authorized to be charged to deposit account

8. Deposit account number:

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

11/19/2003 BYRME 00000016 2080476

01 FC:8521

40.00 OP

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.

Michael G. Voorhees

Name of Person Signing

Signature

11-11-03

Date

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

5

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

TRADEMARK
REEL: 002865 FRAME: 0491

CERTIFICATION

State of IOWA

County of POLK

Country of UNITED STATES OF AMERICA

Michael G. Voorhees being duly sworn states as follows:

I do hereby certify that the attached document is a true and correct copy of the Certificate of Amendment changing the name of Measurements Group, Inc. to Vishay Measurements Group, Inc., that the signatures appearing on this document are true and accurate copies of the original signatures, and that this Certificate of Amendment was duly recorded with the Delaware Secretary of State.

By Michael G. Voorhees
Michael G. Voorhees

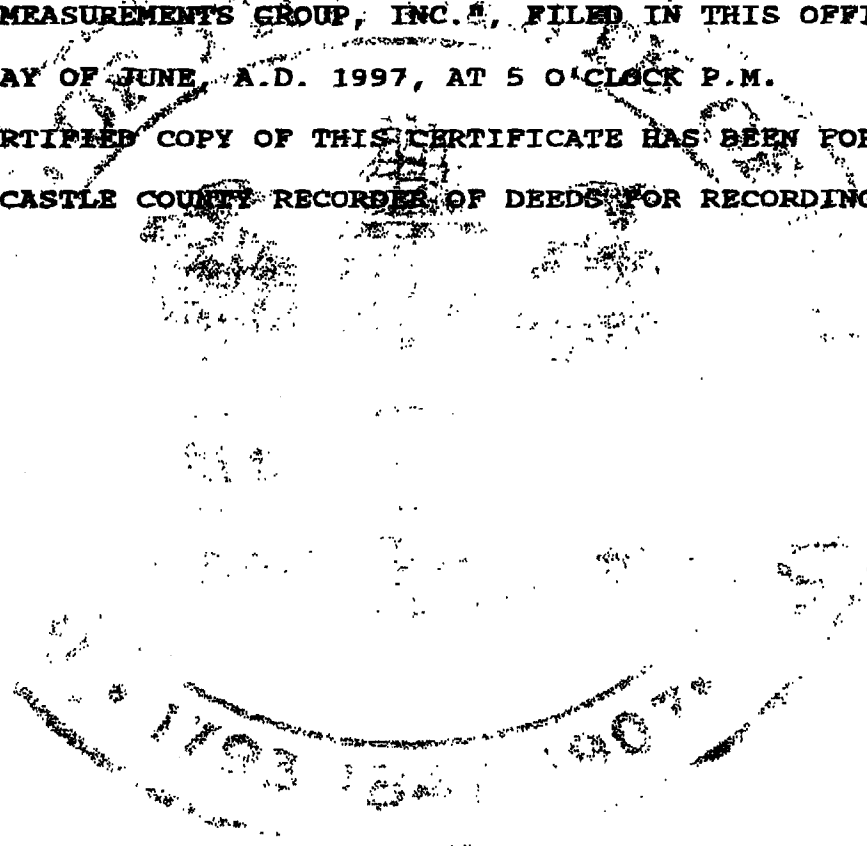
Subscribed and sworn to before me a Notary Public on this 11th
day of November, 2003

Dianne M. [Signature]
Notary Public in and for Said State 2002-10-01

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, 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 "MEASUREMENTS GROUP, INC.", CHANGING ITS NAME FROM "MEASUREMENTS GROUP, INC." TO "VISHAY MEASUREMENTS GROUP, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF JUNE A.D. 1997, AT 5 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

0916773 8100

971183243

AUTHENTICATION: 8497361

DATE: 06-05-97

11/07/03 FRI 13:58 [TX/RX NO 8822] 002

TRADEMARK
REEL: 002865 FRAME: 0493

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
MEASUREMENTS GROUP, INC.**

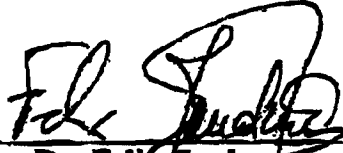
**ADOPTED IN ACCORDANCE WITH THE
PROVISIONS OF SECTION 242 OF THE
DELAWARE GENERAL CORPORATION LAW**

It is hereby certified that:

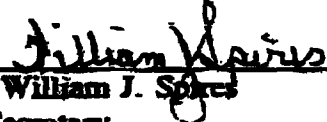
1. The present name of the corporation (the "Corporation") is Measurements Group, Inc.
2. The Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on June 18, 1981.
3. Article 1 of the Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:
 1. The name of the corporation is Vishay Measurements Group, Inc.
4. The foregoing amendment was declared advisable by the Board of Directors of the Corporation pursuant to a resolution duly adopting the amendment on April 29, 1997, and was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law by the affirmative vote of the sole stockholder of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Dr. Felix Zandman, its President, and William J. Spires, its Secretary, this 29th day of April, 1997.

MEASUREMENTS GROUP, INC.

By: 
Name: Dr. Felix Zandman
Title: President

Attest:


Name: William J. Spires
Title: Secretary