

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SPS Technologies, Inc.		12/09/2003	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	SPS Technologies, LLC
Street Address:	301 Highland Avenue
City:	Jenkintown
State/Country:	PENNSYLVANIA
Postal Code:	19046-3597
Entity Type:	Limited Liability Company: PENNSYLVANIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1291829	COMP-TITE

CORRESPONDENCE DATA

Fax Number: (617)523-1231
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 617.570.1292
 Email: mrovner@goodwinprocter.com
 Correspondent Name: Miriam J. Rovner, Senior Paralegal
 Address Line 1: Exchange Place, 53 State Street
 Address Line 2: GOODWIN PROCTER LLP
 Address Line 4: Boston, MASSACHUSETTS 02109-2881

ATTORNEY DOCKET NUMBER:	078430-145139-1703-308
NAME OF SUBMITTER:	Miriam J. Rovner, Senior Paralegal

Total Attachments: 4
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TRADEMARK

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CH \$40.00 1291829

20000095-005

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Entry Number
3162864

Certificate of Merger or Consolidation
Limited Liability Company
(15 Pa. C.S. § 8958)

~~STATE SERVICE GROUP, INC.~~
~~PENNSYLVANIA SECOND ST~~
~~PHILADELPHIA~~
~~PHILADELPHIA, PA 19103-1210~~

Document will be returned to the
name and address you enter to
the left

Fee: \$108 plus \$28 additional for each party
in addition to two

Filed in the Department of State on _____
[Signature]
Secretary of the Commonwealth

In compliance with the requirements of the 15 Pa.C.S. § 8958 (relating to articles of merger or consolidation), the undersigned
limited liability company(s), desiring to effect a merger or consolidation, hereby state that:

1. The name of the limited liability company surviving the merger or consolidation is:
Star Acquisition, LLC

2. Check and complete one of the following:
 The surviving limited liability company is a domestic limited liability company and the (a) address of its current
registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of
venue is (the Department is hereby authorized to correct the following information to conform to the records of the
Department):
(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County
Star Acquisition System Montgomery

The surviving limited liability company is a qualified foreign limited liability company formed under the laws of
_____ and the (a) address of its current registered office in this Commonwealth or (b) name of its
commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the
following information to conform to the records of the Department):
(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County

The surviving limited liability company is a nonqualified foreign limited liability company formed under the laws
of _____ and the address of its principal office under the laws of such foreign jurisdiction is:

Number and Street City State Zip

DSCE 15-895A-2

3. The name and the address of the current registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic limited liability company and qualified foreign limited liability company which is a party to the plan of merger or consolidation are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
SPS Technologies, Inc.	2 Pitcairn Place, Ste. 200 165 Township Line Road Jenkintown, PA 19046		Montgomery

4. Check and if appropriate complete, one of the following:

The plan of merger or consolidation shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger or consolidation shall be effective on: _____ at _____
Date Hour

5. The manner in which the plan of merger or consolidation was adopted by each domestic limited liability company is as follows:

Name of Limited Liability Company or corporation	Manner of Adoption
Star Acquisition, LLC	Adopted by sole member pursuant to 15 Pa.C.S. §8957(g)
SPS Technologies, Inc.	Adopted by managers pursuant to 15 Pa.C.S. §8957(h)
	Adopted by action of the shareholders pursuant to 15 Pa.C.S. §1924

~~6. Strike out this paragraph if no foreign limited liability company is a party to the merger or consolidation. The plan was authorized, adopted or approved, as the case may be, by the foreign limited liability company (or each of the foreign limited liability companies) party to the plan in accordance with the laws of the jurisdiction in which it is organized.~~

7. Check, and if appropriate complete, one of the following:

The plan of merger or consolidation is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 8958 (b) (relating to omission of certain provisions of plan of merger or consolidation) the provisions, if any, of the plan of merger or consolidation that extend or constitute the operative Certificate of Organization of the surviving limited liability company as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger or consolidation is on file at the principal place of business of the surviving limited liability company, the address of which is:

SPS Technologies, Inc.
 Number and street City State Zip County
 Two Pitcairn Place, Ste. 200 Jenkintown, PA 19046 Montgomery
 165 Township Line Road

2003095-807

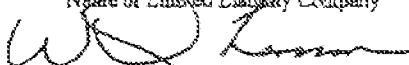
DSCB: 15-8038-1

IN TESTIMONY WHEREOF, the undersigned limited liability company has caused this Certificate of Merger or Consolidation to be signed by a duly authorized member or manager thereof this

9th day of December, 2003

Star Acquisition, LLC

Name of Limited Liability Company



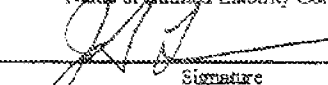
Signature

Senior Vice President and Chief Financial Officer

Title

SPS Technologies, Inc.

Name of Limited Liability Company Corporation



Signature

Chief Executive Officer and President

Title

2003095-803

Exhibit A
to
Certificate of Merger
Limited Liability Company

Pursuant to 15 Pa.C.S. § 8958(b), Section 4 of the Certificate of Organization of the surviving limited liability company as in effect subsequent to the effective date of the plan shall read in its entirety as follows:

1. The name of the limited liability company (*designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation*):

SPS Technologies, LLC