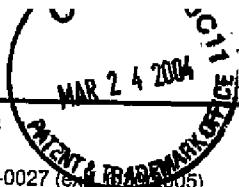


3/24/04



03-29-2004



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Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (Rev. 10/05)

Tab settings

REC 1

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

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

1. Name of conveying party(ies):

Meritor Heavy Vehicle Technology, LLC

- 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: 12/21/2001

2. Name and address of receiving party(ies)

Name: ArvinMeritor Technology, LLC

Internal

Address:

Street Address: 2135 West Maple Avenue

City: Troy State: MI Zip: 48084

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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) 2,753,769

Additional number(s) attached Yes No

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

Name: Karen A. McGee

Internal Address:

Street Address: Barnes & Thornburg
750 17th Street, NW, Suite 900

City: Washington State: DC Zip: 20006

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:

02-1010

DO NOT USE THIS SPACE

9. Signature.

Karen A. McGee

Name of Person Signing

Karen A. McGee

Signature

3/23/04

Date

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

13/29/2004 ECOOPER 00000001 2753769

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

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40.00 DP

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TRADEMARK
REEL: 002941 FRAME: 0242

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:00 PM 12/21/2001
010663628 - 3087180

Dec 21 2001 14:44 P.02

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
MERITOR HEAVY VEHICLE TECHNOLOGY, LLC

This Certificate of Amendment to Certificate of Formation is being executed as of December ~~18~~ 2001, for the purpose of amending the Certificate of Formation of Meritor Heavy Vehicle Technology, LLC pursuant to the Delaware Limited Liability Company Act.

The undersigned, being duly authorized to execute and file this Certificate of Amendment to Certificate of Formation, does hereby certify as follows:

1. The name of the limited liability company (hereinafter called the "limited liability company") is Meritor Heavy Vehicle Technology, LLC

2. The certificate of formation of the limited liability company is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article I:

"1. The name of the limited liability company is ArvinMeritor Technology, LLC."

IN WITNESS WHEREOF, Meritor Heavy Vehicle Technology, LLC has caused this certificate to be signed by its officer thereunto duly authorized this 21st day of December, 2001.

MERITOR HEAVY VEHICLE TECHNOLOGY, LLC

By: *S. Carl Soderstrom Jr.*
Name: S. Carl Soderstrom Jr.
Title: President

BHLIB:374338.IV10425-00024

SEP 19 2001 3:19 PM FR ARVINMERITOR LEGALB 435 2943 TO 913134968451 Sep 19 2001 16:04 P.02

P.03/03

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
MERITOR HEAVY VEHICLE TECHNOLOGY, LLC

This Certificate of Amendment to Certificate of Formation is being executed as of September 19, 2001, for the purpose of amending the Certificate of Formation of Meritor Heavy Vehicle Technology, LLC pursuant to the Delaware Limited Liability Company Act.

The undersigned, being duly authorized to execute and file this Certificate of Amendment to Certificate of Formation, does hereby certify as follows:

1. The name of the limited liability company (hereinafter called the "limited liability company") is Meritor Heavy Vehicle Technology, LLC
2. The certificate of formation of the limited liability company is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article I:

"1. The name of the limited liability company is ArvinMeritor Heavy Vehicle Technology, LLC."

IN WITNESS WHEREOF, Meritor Heavy Vehicle Technology, LLC has caused this certificate to be signed by its officer thereunto duly authorized this 19th day of September, 2001.

MERITOR HEAVY VEHICLE TECHNOLOGY, LLC

By: Bonnie Wilkinson
Name: Bonnie Wilkinson
Title: Assistant Secretary

BHLB:366904.1\110425-00024

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 09/19/2001
010464712 - 3087180

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/27/2001
010480288 - 3087180

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
ARVINMERITOR HEAVY VEHICLE TECHNOLOGY, LLC**

This Certificate of Amendment to Certificate of Formation is being executed as of September 26, 2001, for the purpose of amending the Certificate of Formation of ArvinMeritor Heavy Vehicle Technology, LLC pursuant to the Delaware Limited Liability Company Act.

The undersigned, being duly authorized to execute and file this Certificate of Amendment to Certificate of Formation, does hereby certify as follows:

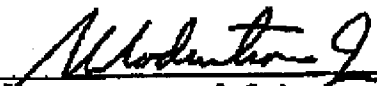
1. The name of the limited liability company (hereinafter called the "limited liability company") is ArvinMeritor Heavy Vehicle Technology, LLC

2. The certificate of formation of the limited liability company is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article I:

"1. The name of the limited liability company is Meritor Heavy Vehicle Technology, LLC."

IN WITNESS WHEREOF, ArvinMeritor Heavy Vehicle Technology, LLC has caused this certificate to be signed by its officer thereunto duly authorized this 26 day of September, 2001.

ARVINMERITOR HEAVY VEHICLE TECHNOLOGY, LLC

By: 
Name: S. Carl Soderstrom Jr.
Title: President

BHLID:369401.1110425-00024