

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ProNet Corporation		05/01/1998	CORPORATION: SOUTH CAROLINA

RECEIVING PARTY DATA	
Name:	Atlantic Extrusions Corporation
Street Address:	96 Swampscott Road
City:	Salem
State/Country:	MASSACHUSETTS
Postal Code:	10970
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	0860446	POWER MOLD

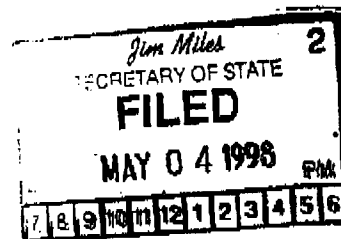
CORRESPONDENCE DATA	
Fax Number:	(216)696-0740
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	216-861-7615
Email:	clevelandip@bakerlaw.com
Correspondent Name:	Frank H. Andorka
Address Line 1:	1900 East Ninth Street
Address Line 2:	3200 National City Center
Address Line 4:	Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	34804-00002
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NAME OF SUBMITTER:	Frank H. Andorka
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STATE OF SOUTH CAROLINA
 SECRETARY OF STATE
 ARTICLES OF AMENDMENT

Pursuant to §Section 33-10-106 of the 1976 South Carolina Code, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is ProNet Corporation.
2. On May 1, 1998 the directors of the corporation adopted the following Amendments of its Articles of Incorporation:
 - a. Item No. 1 of the Articles of Incorporation shall be deleted in its entirety and replaced with the following:
 "The name of the corporation is Atlantic Extrusions Corporation".
 - b. Item No. 3 of the Articles of Incorporation shall be deleted in its entirety and replaced with the following:

"The total number of shares of stock which the corporation shall have authority to issue is Thirty Million (30,000,000), with a par value of \$.01 per share, of which Twenty Million (20,000,000) shares shall be designated as Class A Voting Common Stock, and Ten Million (10,000,000) shares shall be designated as Class B Non-Voting Common Stock. Class A Common Stock and Class B Common Stock are herein collectively called "Common Stock".
 The designation, relative rights, preferences and limitations of shares of each class shall be as follows:

(a) Voting Rights. (i) Each share of Class A Common Stock shall be entitled to one vote on all matters submitted to the vote of the stockholders of the corporation.

(ii) Except as otherwise required by law or expressly provided herein, each share of Class B Common Stock shall not be entitled to vote on any matter submitted to a vote of the stockholders of the corporation. The holders of Class B Common Stock shall be entitled to vote as a separate class on any amendment, repeal or modification of any provision of the Articles of Incorporation that adversely affects the powers, preferences or special rights of the Class B Common Stock in a manner different from the adverse effect on the powers, preferences or special rights of the Class A Common Stock.

(iii) On any matter on which the holders of both Class A Common Stock and Class B Common Stock are entitled to vote (other than the matters referred to in the second sentence of subpart (ii) above), the holders of Class A Common Stock and Class B Common Stock shall vote together as a single class with each such holder being entitled to one vote for each share of Class A Common Stock and Class B Common Stock, as the case may be, held by such holder.

(b) Common Stock Conversion Rights. Upon compliance with the provisions of this part (b), any Regulated Stockholder (as hereinafter defined) shall be entitled to convert, at any time and from time to time, any and all of the shares of Class A Common Stock held by such holder into the same number of shares of Class B Common Stock.

(i) Upon compliance with the provisions of subpart (ii) below, any holder of shares of Class B Common Stock shall be entitled to convert, at any time and from time to time, any and all shares of Class B Common Stock into the same number of shares of Class A Common Stock. If the corporation shall in any manner subdivide (by stock split, reclassification, stock dividend or otherwise) or combine (by reverse stock split, reclassification or otherwise) the outstanding shares of the Class A Common Stock or Class B Common Stock, the outstanding shares of the other class shall be proportionately subdivided, reclassified or combined, as the case may be, and effective provision shall be made for the protection of all conversion rights hereunder. In case of any reorganization, reclassification or change of shares of Class A Common Stock or Class B Common Stock (other than a change in par value, or from par value to no par value as a result of a stock split or combination), or in case of any consolidation of the corporation with one or more other corporations or with another entity (other than a consolidation or merger in which the corporation is the continuing corporation and which does not result in any reclassification or change of outstanding shares of Class A Common Stock or Class B Common Stock), or in case of any sale, lease or other disposition to another entity (other than a wholly-owned subsidiary of the corporation) of all or substantially all of the assets of the corporation, each holder of a share of Class A Common Stock or Class B Common Stock shall have the right at any time thereafter, so

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 SECRETARY OF STATE OF SOUTH CAROLINA

long as the conversion right hereunder with respect to such share of Class A Common Stock or Class B Common Stock would exist had such event not occurred, to convert such share into the kind and amount of shares of stock and other securities and property (including cash) receivable upon such reorganization, reclassification, change, consolidation, merger, sale, lease or other disposition by a holder of the number of shares of Class A Common Stock or Class B Common Stock into which such shares of Class A Common Stock or Class B Common Stock, as the case may be, might have been converted immediately prior to such reorganization, reclassification, change, consolidation, merger, sale, lease or other disposition. In the event of such reorganization, reclassification, change, consolidation, merger, sale, lease or other disposition, effective provision shall be made in the certificate of incorporation of the resulting or surviving corporation or otherwise for the protection of the conversion right of the shares of Class A Common Stock or Class B Common Stock that shall be applicable, as nearly as reasonably may be, to any such other shares of stock and other securities and property deliverable upon conversion of the shares of Class A Common Stock or Class B Common Stock into which such shares of Common Stock might have been converted immediately prior to such event. The corporation shall not have the power to be a party to any merger, consolidation or recapitalization pursuant to which any holder of shares of Common Stock would be required to take (x) any voting securities, the voting provisions of which would cause such holder to violate any law, regulation or other requirement of any governmental body of the United States of America or any political subdivision thereof, applicable to such holder or (y) any securities convertible into voting securities, the voting provisions of which if such conversion took place would cause such holder to violate any law, regulation or other requirement of any governmental body of the United States of America or any political subdivision thereof, applicable to such holder other than securities which are specifically provided to be convertible only in the event that such conversion may occur without any such violation.

(ii) To convert Class A Common Stock or Class B Common Stock into Class B Common Stock or Class A Common Stock, as the case may be, a holder must: (w) deliver written notice to the corporation (or, if a conversion agent has been designated, to such agent); (x) surrender the Common Stock certificate to the officer or agent designated by the corporation, in a written notice to such person, as conversion agent or if no such officer or agent is so designated, to the corporation (the "Common Stock Conversion Agent"); (y) if the shares are being issued in a name other than that of the holder, furnish appropriate endorsements and transfer documents if required by the registrar for the corporation's stock or the Common Stock Conversion Agent; and (z) if the shares are being issued in a name other than that of the holder, pay any transfer tax or similar tax if required by subpart (iv) below. Except in the case of a conversion subject to the second paragraph of subpart (i) above, the date on which the holder of Common Stock satisfies all of the foregoing requirements (w) through (y) is the conversion date. In the case of a conversion subject to the second paragraph of subpart (i) above, the conversion shall be deemed effective upon expiration of the Deferral Period referred to therein, and, at such time, the person(s) in whose name or names any certificate(s) evidencing the converted shares are to be issued upon such conversion shall be deemed to have become the holder(s) of record of the converted shares. As soon as practicable, the corporation shall deliver through the Common Stock Conversion Agent a certificate for the number of shares of Common Stock issuable upon the conversion. The person or persons in whose name the certificate or certificates are registered shall be treated as a stockholder or stockholders of record on or after the conversion date. If less than all the shares represented by the Common Stock certificate are being converted, a new stock certificate representing the unconverted shares shall be promptly issued by the corporation to the holder thereof.

(iii) If a holder converts shares of Common Stock, the corporation shall pay any documentary, stamp or similar issue or transfer tax due on the issue of shares of Class B Common Stock or Class A Common Stock, as the case may be, upon such conversion. However, the holder shall pay any such tax which is due if and because the shares are issued in a name other than that of such holder.

(iv) The corporation shall reserve out of its authorized but unissued Class A Common Stock and Class B Common Stock and its Class A Common Stock and Class B Common Stock held in treasury sufficient shares of Class A Common Stock and Class B Common Stock to permit the conversion of all Class A Common Stock and Class B Common Stock pursuant to this part (b). All shares of Class A Common Stock and Class B Common Stock issued upon such conversion shall be fully paid and non-assessable.

Shares of Class A Common Stock and Class B Common Stock that are converted into shares of the other class shall thereupon be canceled, shall cease to be issued shares and shall to the extent thereof increase the number of authorized but necessary shares of such first class.

(c) Liquidation Rights. In the event of any liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets of the corporation shall be available for distribution, ratably, to the holders of Class A Common Stock and Class B Common Stock share and share alike.

(d) Dividend Rights. Class A Common Stock and Class B Common Stock shall be entitled to receive dividends when and as declared by the Board of Directors of the corporation out of funds legally available therefor. Any such dividends shall be payable on shares of Class A Common Stock and Class B Common Stock share and share alike; provided that no dividends shall be payable, with respect to the Class A Common Stock or Class B Common Stock, in either Class A Common Stock or Class B Common Stock, or options, warrants or rights to acquire such stock, or securities convertible into or exchangeable for such stock, unless the shares, options, warrants, rights or securities so payable are payable, with respect to the Class A Common Stock or Class B Common Stock, in shares of, or options, warrants or rights to acquire or securities convertible into or exchangeable for, Class A Common Stock or Class B Common Stock of the same type upon which the dividend is being paid."


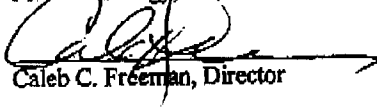
c. Item No. 5 of the Articles of Incorporation shall be amended by adding the following:

"A director of the Corporation shall not be personally liable to the Corporation any of its shareholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not be deemed to eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation its shareholders, (ii) for acts or omissions not in good faith or which involved gross negligence, intentional misconduct, or a knowing violation of law, (iii) imposed under Section 33-8-330 of the South Carolina Business Corporation Act of 1988 (improper distribution to shareholder), or (iv) for any transaction from which the director derived an improper personal benefit. This amendment will become effective immediately upon the Company's meeting one or more of the requirements set forth in such statute."

3. The manner, if not set forth in the amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the Amendment shall be effected, is as follows: (if not applicable, insert "not applicable" or "NA"). NA
4. Pursuant to Section 33-10-105(a) of the 1976 South Carolina Code as amended, the Amendments were duly adopted by the directors of the corporation prior to the issuance of any shares of stock, therefore shareholder action was not required.
5. The effective date of these Articles of Amendment shall be the date of acceptance for filing by the Secretary of State.

Date: May, 1 1998

ProNet Corporation
(Name of Corporation)

By: 
M. Dexter Hagy, Director

Caleb C. Freeman, Director