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04-28-2004

ET

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE



102731455

To the Honorable Commissioner of

ached original documents or copy thereof.

1. Name of conveying party(ies):

Alstom T&D SA

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation
- Other - France Societe Anonyme

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name and address
- Other

Dated: March 5, 2004

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

Areva T&D SA
3 Avenue Andre Malraux Le Sextant
92309 Levallois Perret Cedex
France

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other - France Societe Anonyme

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)

978,485 2,481,095

Additional numbers attached? Yes No

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550
kuhn@hugheshubbard.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):.....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 08-3264

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.

Name of Person Signing

Perla M. Kuhn

Perla M. Kuhn

April 23, 2004

Date

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

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2004 APR 23 8M 2:44
FINANCE SECTION

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04/28/2004 LNUELLER 00000012 978485

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Elaine S. Parker
Name

Elaine S. Parker
Signature

April 23, 2004
Date of Signature

*Events Record**Events on the Register of Commerce and Trade since 16/07/1998***IDENTIFICATION**

Company name (corporate name) – Acronym: AREVA T&D SA
Identification number: 389 191 800 R.C.S. NANTERRE
Administrative number: 1993 B 04266
Address: 3 AV ANDRE MALRAUX – LE SEXTANT – 92309
 LEVALLOIS PERRET CEDEX

EVENTS

05/03/2004	<i>Addition of representative</i>	DETAILS OF REPRESENTATIVE: director GUILLEMOT PHILIPPE
	<i>Withdrawal of representative</i>	DETAILS OF REPRESENTATIVE: director: VAN HENTENRYK DENISE Former status: VAN HENTENRYK DENISE, date of birth: 29/3/1942 3 1942 residing at 148 RUE DU PRESIDENT WILSON 92300 LEVALLOIS PERRET
16/02/2004	<i>Withdrawal of observation</i>	OBSERVATION: No. 31009 Description: Notification: Inter-greffe under No. 389191800 Rcs Paris 1993b4266: opening of additional office under our jurisdiction from: 16-02-1999 – sextant – 2 quai Michelet 92309 Levallois Perret -
	<i>Addition of observation</i>	OBSERVATION: No. 3289 Description: INCREASE IN CAPITAL FOLLOWING PARTIAL ASSET CONTRIBUTION UNDER LEGAL DIVISION SYSTEM – COMPANY TAKING PART IN TRANSACTION: ALSTOM ENTREPRISE SA – 38 AVENUE KLEBER – 75116 PARIS (RCS PARIS 712 043 868)
		OBSERVATION: No. 3290 Description: COMPANY TAKING PART IN MERGER TRANSACTION: ALSTOM T&D STC (SEREM TRANSPORTS COMPOSANTS) SA – LES 4 CHEMINS – LIEUDIT MANTE – RN113/CD114 – 34690 FABREGUES – RCS MONTPELLIER 309 844 728
		OBSERVATION: No. 3291 Description: COMPANY TAKING PART IN MERGER TRANSACTION: ALSTOM VACUUM INTERRUPTERS SA – LOTISSEMENT FONT DE LA BANQUIERE – 34970 LATTES – RCS MONTPELLIER 380 928 408
		OBSERVATION: No. 3292 Description: COMPANY TAKING PART IN MERGER TRANSACTION: ALSTOM POWER CONVERSION SA – 25 AVENUE KLEBER – 75116 PARIS – RCS PARIS 424 897 692
		OBSERVATION: No. 3293 Description: CONTRIBUTION BY ALSTOM POWER CONVERSION OF COMPLETE AND AUTONOMOUS SECTOR OPERATING IN POWER (DC AND AC) AND ASSOCIATED LOCAL CONTROL SYSTEMS FOR INDUSTRIAL APPLICATIONS IN THE FIELD OF ELECTROCHEMISTRY AND ELECTROMETALLURGY OF NON-FERROUS METALS (EXCLUDING ELECTRICAL OVENS) AND POWER (DC AND AC) AND ASSOCIATED LOCAL CONTROL SYSTEMS FOR URBAN AND INTER-CITY TRANSPORT OPERATED ON THE MASSY SITE
		OBSERVATION: No. 3294 Description: ADDRESS OF HEAD OFFICE:

Events Record

Events on the Register of Commerce and Trade since 16/07/1998

<i>Transfer of head office in jurisdiction: arrival</i>	Former status: 3 AV ANDRE MALRAUX – LE SEXTANT – 92309 LEVALLOIS PERRET CEDEX
<i>Amendment to corporate name</i>	COMPANY/CORPORATE NAME: AREVA T&D SA Former status: ALSTOM T&D SA
<i>Increase in capital</i>	CAPITAL: 74478096 EUR Former status: EUR
<i>Amendment to closing date</i>	ACCOUNT CLOSING DATE: 31/12
<i>Amendment to address of head office</i>	ADDRESS OF HEAD OFFICE: 3 AV ANDRE MALRAUX – LE SEXTANT – 92309 LEVALLOIS PERRET CEDEX Former status: 25 AVE KLEBER 75116 PARIS
<i>Amendment of address of main office</i>	OFFICE ADDRESS: 3 AV ANDRE MALRAUX – LE SEXTANT – 92309 LEVALLOIS PERRET CEDEX
<i>Amendment to office activity</i>	ACTIVITY: IN THE FIELD OF TRANSPORT AND ENERGY DISTRIBUTION AND PARTICULARLY CONVENTIONAL DEVICES AND SHIELDED STATIONS FOR HIGH VOLTAGE TRANSPORT NETWORKS, DEVICES AND EQUIPMENT FOR MEDIUM VOLTAGE DISTRIBUTION NETWORKS, POWER AND DISTRIBUTION TRANSFORMERS, MEASUREMENT ATTENUATORS, PROTECTIVE RELAYS AND AUTOMATIC STATION CONTROL SYSTEM PRODUCTS, PRODUCTION OF INTERCONNECTION STATIONS FOR REACTIVE ENERGY COMPENSATOR INSTALLATIONS, DISTRIBUTION AND COMMERCIAL REPRESENTATION OF THIS ELECTRICAL EQUIPMENT, ASSEMBLIES AND ANY BUSINESS INVOLVING ONE OR MORE OF THE ABOVE ACTIVITIES. Former status: Services in France and in all countries in the following fields: - Technical, financial and legal evaluation, - industrial organisation, corporate organisation, - Training and mobility -
<i>Addition of sub-office</i>	OFFICE ADDRESS: (BOBIGNY – 93B2004)
	OFFICE ADDRESS: (LIMOGES – 93B316)
	OFFICE ADDRESS: (EVRY – 99B978)
	OFFICE ADDRESS: (MEAUX – 99B957)
	OFFICE ADDRESS: (ROUEN – 93B660)
	OFFICE ADDRESS: (LE HAVRE – 93B250)
	OFFICE ADDRESS: (CHAMBERY – 93B272)
	OFFICE ADDRESS: (MACON – 93B88)
	OFFICE ADDRESS: (LYON – 93B1826)
	OFFICE ADDRESS: (MULHOUSE (TGI) – 93B550)
	OFFICE ADDRESS: (STRASBOURG (TGI) – 94B310)
	OFFICE ADDRESS: (BAGNERES DE BIGORRE – 01B50)
	OFFICE ADDRESS: (CLERMONT FERRAND – 93B388)
	OFFICE ADDRESS: (LILLE – 93B981)
	OFFICE ADDRESS: (METZ (TI) – 93B586)
	OFFICE ADDRESS: (REIMS – 93B540)

Events Record

Events on the Register of Commerce and Trade since 16/07/1998

		OFFICE ADDRESS: (ORLEANS – 93B604)
		OFFICE ADDRESS: (NANTES – 93B1212)
		OFFICE ADDRESS: (GRENOBLE – 93B1037)
		OFFICE ADDRESS: (TOURS – 93B672)
		OFFICE ADDRESS: (MONTPELLIER – 93B1163)
		OFFICE ADDRESS: (BORDEAUX – 93B1959)
		OFFICE ADDRESS: (TOULOUSE – 93B1756)
		OFFICE ADDRESS: (BREST – 93B358)
		OFFICE ADDRESS: (DIJON – 93B481)
		OFFICE ADDRESS: (CAEN – 93B492)
		OFFICE ADDRESS: (MARSEILLE – 93B1796)
		OFFICE ADDRESS: (ST QUENTIN – 93B130)
	<i>Addition of representative</i>	DETAILS OF REPRESENTATIVE: alternate auditor BARBIER FRINAULT ET AUTRES
		DETAILS OF REPRESENTATIVE: director VERDIER FRANCIS
		DETAILS OF REPRESENTATIVE: director VAN HENTENRYK DENISE
		DETAILS OF REPRESENTATIVE: permanent auditor DELOITTE TOUCHE TOHMATSU
		DETAILS OF REPRESENTATIVE: chief executive officer COUTERET CHRISTIAN HENRI
28/11/2003	<i>Addition of sub-office</i>	OFFICE ADDRESS: 2 QU MICHELET 92300 LEVALLOIS PERRET SIGN:
09/04/2002	<i>Amendment to office activity</i>	ACTIVITY: ELECTRICAL INSTALLATION WORKS Former status: SERVICES IN FRANCE AND IN ALL COUNTRIES IN THE FOLLOWING FIELDS: TECHNICAL, FINANCIAL AND LEGAL EVALUATION; INDUSTRIAL ORGANISATION; CORPORATE ORGANISATION; TRAINING AND MOBILITY
11/12/2001	<i>Addition of sub-office</i>	OFFICE ADDRESS: 133 RUE VICTOR HUGO 92300 LEVALLOIS PERRET
	<i>Withdrawal of sub-office</i>	OFFICE ADDRESS: SEXTANT 2 QUAI MICHELET 92309 LEVALLOIS PERRET
02/04/2001	<i>Addition of sub-office</i>	OFFICE ADDRESS: 3 AV ANDRE MALRAUX 92300 LEVALLOIS PERRET
23/02/2000	<i>Amendment to address of head office</i>	ADDRESS OF HEAD OFFICE: 25 AVE KLEBER 75116 PARIS
04/05/1999	<i>Addition of sub-office</i>	OFFICE ADDRESS: SEXTANT 2 QUAI MICHELET 92309 LEVALLOIS PERRET
16/07/1998	<i>Amendment to corporate name</i>	COMPANY/CORPORATE NAME: ALSTOM T&D SA
		<i>End of record</i>

NANTERRE commercial court registry office

4, Rue Pablo Neruda
92020 NANTERRE CEDEX
Tel. +33 (0)140971717

389 191 800 R.C.S. NANTERRE

Our references: / CFO

Events Record

Events on the Register of Commerce and Trade since 16/07/1998

Document issued at NANTERRE, 15 March 2004 on 4 page(s)

The Registrar,

(signed)

Historique des événements

Evénements au Registre du Commerce et des Sociétés depuis le 16/07/1998

IDENTIFICATION

Raison sociale (dénomination) - Sigle : AREVA T&D SA
Numéro d'identification : 389 191 800 R.C.S. NANTERRE
Numéro de gestion : 1993 B 04266
Adresse : 3 AV ANDRE MALRAUX - LE SEXTANT - 92309 LEVALLOIS
PERRET CEDEX

EVENEMENTS

05/03/2004 *Ajout d'un représentant* COORDONNEES DU REPRESENTANT : administrateur GUILLEMOT PHILIPPE

Suppression d'un représentant COORDONNEES DU REPRESENTANT : administrateur VAN HENTENRYK DENISE
Ancienne situation : administrateur VAN HENTENRYK DENISE né(e) le 29/3/1942 3 1942 domicilié(e) à 148 RUE DU PRESIDENT WILSON 92300 LEVALLOIS PERRET

16/02/2004 *Suppression d'une observation* OBSERVATION : N° 31009 Libellé : Notification : Inter-greffe sous le n 389191800 Rcs Paris 1993b4266 : ouverture d'un établissement complémentaire dans notre ressort à compter du : 16-02-1999 - sextant - 2 quai Michelet 92309 Levallois Perret -

Ajout d'une observation OBSERVATION : N° 3289 Libellé : AUGMENTATION DE CAPITAL SUITE A APPORT PARTIEL D'ACTIF PLACE SOUS LE REGIME JURIDIQUE DES SCISSIONS - SOCIETE AYANT PARTICIPE A L'OPERATION : ALSTOM ENTREPRISE SA - 38 AVENUE KLEBER - 75116 PARIS (RCS PARIS 712 043 868)

OBSERVATION : N° 3290 Libellé : SOCIETE AYANT PARTICIPE A L'OPERATION DE FUSION : ALSTOM T&D STC (SEREM TRANSPORTS COMPOSANTS) SA - LES 4 CHEMINS - LIEUDIT MANTE - RN113/CD114 - 34690 FABREGUES - RCS MONTPELLIER 309 844 728

OBSERVATION : N° 3291 Libellé : SOCIETE AYANT PARTICIPE A L'OPERATION DE FUSION : ALSTOM VACUUM INTERRUPTERS SA - LOTISSEMENT FONT DE LA BANQUIERE - 34970 LATTES - RCS MONTPELLIER 380 928 408

OBSERVATION : N° 3292 Libellé : SOCIETE AYANT PARTICIPE A L'OPERATION DE FUSION : ALSTOM POWER CONVERSION SA - 25 AVENUE KLEBER - 75116 PARIS - RCS PARIS 424 897 692

OBSERVATION : N° 3293 Libellé : APPORT PAR ALSTOM POWER CONVERSION DE LA BRANCHE COMPLETE ET AUTONOME D'ACTIVITE RELATIVE AUX SYSTEMES D'ALIMENTATION (COURANT CONTINU ET COURANT ALTERNATIF) ET DE CONTROLE ASSOCIE POUR LES APPLICATIONS INDUSTRIELLES DANS LE DOMAINE DE L'ELECTROCHIMIE ET DE L'ELECTROMETALLURGIE DES NON FERREUX (A L'EXCEPTION DE L'ALIMENTATION DES FOURS ELECTRIQUES) ET SYSTEMES D'ALIMENTATION (COURANT CONTINU ET COURANT ALTERNATIF) ET DE CONTROLE LOCAL ASSOCIE POUR LES TRANSPORTS URBAINS ET INTERURBAINS EXPLOITEE SUR LE SITE DE MASSY.

OBSERVATION : N° 3294 Libellé :
ADRESSE SIEGE :

Historique des événements

Evénements au Registre du Commerce et des Sociétés depuis le 16/07/1998

Transfert de siège dans le ressort : arrivé	Ancienne situation : 3 AV ANDRE MALRAUX - LE SEXTANT - 92309 LEVALLOIS PERRET CEDEX
Modification de la dénomination sociale	DENOMINATION/RAISON SOCIALE : AREVA T&D SA Ancienne situation : ALSTOM T&D SA
Augmentation du capital	CAPITAL : 74478096 EUR Ancienne situation : EUR
Modification de la date de clôture	DATE DE CLOTURE DES COMPTES : 31 /12
Modification de l'adresse du siège	ADRESSE SIEGE : 3 AV ANDRE MALRAUX - LE SEXTANT - 92309 LEVALLOIS PERRET CEDEX Ancienne situation : 25 AVE KLEBER 75116 PARIS
Modification de l'adresse de l'établissement principal	ADRESSE ETABLISSEMENT : 3 AV ANDRE MALRAUX - LE SEXTANT - 92309 LEVALLOIS PERRET CEDEX
Modification de l'activité de l'établissement	ACTIVITE : DANS LE DOMAINE DU TRANSPORT ET DE LA DISTRIBUTION D'ENERGIE ET NOTAMMENT APPAREILLAGE CONVENTIONNEL ET POSTES BLINDES POUR RESEAUX DE TRANSPORT A HAUTE TENSION, APPAREILLAGE ET EQUIPEMENTS POUR RESEAUX DE DISTRIBUTION A MOYENNE TENSION, TRANSFORMATEURS DE PUISSANCE ET DE DISTRIBUTION, REDUCTEURS DE MESURE, RELAIS DE PROTECTION ET PRODUITS D'AUTOMATISMES DE POSTES, REALISATION DE POSTES D'INTERCONNEXION D'INSTALLATIONS DE COMPENSATEUR D'ENERGIE REACTIVE, DISTRIBUTION ET REPRESENTATION COMMERCIALE DE CES MATERIELS ELECTRIQUES, ENSEMBLES ET TOUTES ENTREPRISES METTANT EN OEUVRE UNE OU PLUSIEURS ACTIVITES CI-DESSUS. Ancienne situation : Prestations de services en France et dans tous pays dans les domaines suivants : -Expertise technique, financière et juridique, - organisation industrielle, organisation sociale. --Formation et mobilité -
Ajout d'un établissement secondaire	ADRESSE ETABLISSEMENT : (BOBIGNY - 93B2004) ADRESSE ETABLISSEMENT : (LIMOGES - 93B316) ADRESSE ETABLISSEMENT : (EVRY - 99B978) ADRESSE ETABLISSEMENT : (MEAUX - 99B957) ADRESSE ETABLISSEMENT : (ROUEN - 93B660) ADRESSE ETABLISSEMENT : (LE HAVRE - 93B250) ADRESSE ETABLISSEMENT : (CHAMBERY - 93B272) ADRESSE ETABLISSEMENT : (MACON - 93B88) ADRESSE ETABLISSEMENT : (LYON - 93B1826) ADRESSE ETABLISSEMENT : (MULHOUSE (TGI) - 93B550) ADRESSE ETABLISSEMENT : (STRASBOURG (TGI) - 94B310) ADRESSE ETABLISSEMENT : (BAGNERES DE BIGORRE - 01B50) ADRESSE ETABLISSEMENT : (CLERMONT FERRAND - 93B388) ADRESSE ETABLISSEMENT : (LILLE - 93B981) ADRESSE ETABLISSEMENT : (METZ (TI) - 93B586) ADRESSE ETABLISSEMENT : (REIMS - 93B540)

Historique des événements

Événements au Registre du Commerce et des Sociétés depuis le 16/07/1998

		ADRESSE ETABLISSEMENT : (ORLEANS - 93B604)
		ADRESSE ETABLISSEMENT : (NANTES - 93B1212)
		ADRESSE ETABLISSEMENT : (GRENOBLE - 93B1037)
		ADRESSE ETABLISSEMENT : (TOURS - 93B672)
		ADRESSE ETABLISSEMENT : (MONTPELLIER - 93B1163)
		ADRESSE ETABLISSEMENT : (BORDEAUX - 93B1959)
		ADRESSE ETABLISSEMENT : (TOULOUSE - 93B1756)
		ADRESSE ETABLISSEMENT : (BREST - 93B358)
		ADRESSE ETABLISSEMENT : (DIJON - 93B481)
		ADRESSE ETABLISSEMENT : (CAEN - 93B492)
		ADRESSE ETABLISSEMENT : (MARSEILLE - 93B1796)
		ADRESSE ETABLISSEMENT : (ST QUENTIN - 93B130)
	<i>Ajout d'un représentant</i>	COORDONNEES DU REPRESENTANT : commissaire aux comptes suppléant BARBIER FRINAULT ET AUTRES
		COORDONNEES DU REPRESENTANT : administrateur VERDIER FRANCIS
		COORDONNEES DU REPRESENTANT : administrateur VAN HENTENRYK DENISE
		COORDONNEES DU REPRESENTANT : commissaire aux comptes titulaire DELOITTE TOUCHE TOHMATSU
		COORDONNEES DU REPRESENTANT : président du conseil d'administration et directeur général COUTERET CHRISTIAN HENRI
28/11/2003	<i>Ajout d'un établissement secondaire</i>	ADRESSE ETABLISSEMENT : 2 QU MICHELET 92300 LEVALLOIS PERRET
		ENSEIGNE :
09/04/2002	<i>Modification de l'activité de l'établissement</i>	ACTIVITE : TRAVAUX D'INSTALLATIONS ELECTRIQUES Ancienne situation : PRESTATIONS DE SERVICES EN FRANCE ET DANS TOUS LES PAYS DANS LES DOMAINES SUIVANTS : EXPERTISE TECHNIQUE, FINANCIERE ET JURIDIQUE ; ORGANISATION INDUSTRIELLE ; ORGANISATION SOCIALE ; FORMATION ET MOBILITE
11/12/2001	<i>Ajout d'un établissement secondaire</i>	ADRESSE ETABLISSEMENT : 133 RUE VICTOR HUGO 92300 LEVALLOIS PERRET
	<i>Suppression d'un établissement secondaire</i>	ADRESSE ETABLISSEMENT : SEXTANT 2 QUAI MICHELET 92309 LEVALLOIS PERRET
02/04/2001	<i>Ajout d'un établissement secondaire</i>	ADRESSE ETABLISSEMENT : 3 AV ANDRE MALRAUX 92300 LEVALLOIS PERRET
23/02/2000	<i>Modification de l'adresse du siège</i>	ADRESSE SIEGE : 25 AVE KLEBER 75116 PARIS
04/05/1999	<i>Ajout d'un établissement secondaire</i>	ADRESSE ETABLISSEMENT : SEXTANT 2 QUAI MICHELET 92309 LEVALLOIS PERRET
16/07/1998	<i>Modification de la dénomination sociale</i>	DENOMINATION/RAISON SOCIALE : ALSTOM T&D SA

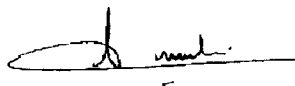
Fin de l'historique

Historique des événements

Événements au Registre du Commerce et des Sociétés depuis le 16/07/1998

Document délivré à NANTERRE, le 15 Mars 2004 sur 4 page(s).

Le Greffier,



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant : AREVA T&D
Registration No. : 978,485
Dated : February 12, 1974
Trademark : ORTHOFLUOR

POWER OF ATTORNEY

SIR:

In the matter of the above-identified Registration, Registrant hereby appoints PERLA M. KUHN, RONALD ABRAMSON, JULIUS RABINOWITZ, PETER A. SULLIVAN, NATASHA N. REED, KRISTIN B. WHITING and ROBIN E. JACOBSON of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, its attorneys with full power of substitution and revocation and to and to transact all business in the Patent Office in connection therewith.

APPOINTMENT OF DOMESTIC REPRESENTATIVE

HUGHES HUBBARD & REED LLP, whose postal address is One Battery Park Plaza, New York, New York 10004-1482, United States of America, is hereby designated Registrant's representative upon whom notices of process in proceedings affecting the mark may be served.

By: AREVA T&D SA
3, avenue André Malraux, Le "Sextant"
92309 Levallois - Perret Cedex
France



Name: _Christian COUTERET
Title: President

Dated: 10/03/2004

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant : AREVA T&D
Registration No. : 2,481,095
Dated : August 28, 2001
Trademark : CB WATCH (Stylized)

POWER OF ATTORNEY

SIR:

In the matter of the above-identified Registration, Registrant hereby appoints PERLA M. KUHN, RONALD ABRAMSON, JULIUS RABINOWITZ, PETER A. SULLIVAN, NATASHA N. REED, KRISTIN B. WHITING and ROBIN E. JACOBSON of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, its attorneys with full power of substitution and revocation and to and to transact all business in the Patent Office in connection therewith.

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By: AREVA T&D SA
3, avenue André Malraux, Le " Sextant "
92309 Levallois – Perret Cedex
France



Name: Christian COUTERET
Title: President

Dated: 10/03/2004