

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Maxima Technologies & Systems, Inc.		07/20/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Maxima Technologies & Systems, LLC
Street Address:	1811 Rohrerstown Road
City:	Lancaster
State/Country:	PENNSYLVANIA
Postal Code:	17520
Entity Type:	Limited Liability Company:

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2237211	INTELLISENSOR
Registration Number:	1938186	ILLUMASEAL
Registration Number:	1926746	SMART INSTRUMENT
Registration Number:	1791381	DATCON
Registration Number:	1490858	TRACKFORCE
Serial Number:	78455366	STEWART WARNER
Registration Number:	2918903	WINGS
Serial Number:	78457195	SW
Serial Number:	78455551	STEWART WARNER PERFORMANCE
Serial Number:	78455387	SYMBOL OF EXCELLENCE
Serial Number:	78466372	SW
Serial Number:	78568385	SW STEWART WARNER
Registration Number:	2911026	G.U.S.

CH \$340.00 2237211

CORRESPONDENCE DATA

Fax Number: (610)889-3696

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 610-722-3899

Email: hgonsorick@barley.com

Correspondent Name: Salvatore Anastasi

Address Line 1: 1000 Westlakes Drive

Address Line 2: Suite 275

Address Line 4: Berwyn, PENNSYLVANIA 19312

NAME OF SUBMITTER:	Salvatore Anastasi
Signature:	/sa/
Date:	09/16/2005

Total Attachments: 4

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Delaware

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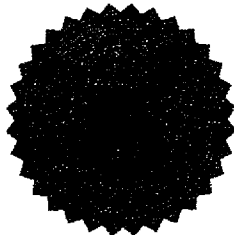
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "MAXIMA TECHNOLOGIES & SYSTEMS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "MAXIMA TECHNOLOGIES & SYSTEMS, INC." TO "MAXIMA TECHNOLOGIES & SYSTEMS, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JULY, A.D. 2005, AT 9:48 O'CLOCK P.M.

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

3666725 8100V

050601174



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4035683

DATE: 07-20-05

TRADEMARK

REEL: 003160 FRAME: 0619

Delaware

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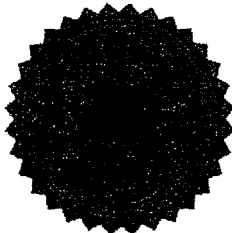
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "MAXIMA TECHNOLOGIES & SYSTEMS, LLC" FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JULY, A.D. 2005, AT 9:48 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS'.

3666725 8100V

050601174



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4035683

DATE: 07-20-05

TRADEMARK

REEL: 003160 FRAME: 0620

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED
LIABILITY COMPANY PURSUANT TO SECTION 266
OF THE DELAWARE GENERAL CORPORATION LAW**

1. The name of the corporation is Maxima Technologies & Systems, Inc. The name under which the corporation was originally incorporated is Maxima Technologies Enterprises, Inc.
2. The date on which the original Certificate of Incorporation was filed with the Secretary of State was June 5, 2003.
3. The name of the limited liability company into which Maxima Technologies & Systems, Inc. shall be converted is "Maxima Technologies & Systems, LLC."
4. The conversion of Maxima Technologies & Systems, Inc. into Maxima Technologies & Systems, LLC has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion of Maxima Technologies & Systems, Inc. as of this 20th day of July, 2005.

MAXIMA TECHNOLOGIES & SYSTEMS, INC.

By: /s/ Jonathan Gormin

Name: Jonathan Gormin

Title: Vice President

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:40 PM 07/20/2005
FILED 09:48 PM 07/20/2005
SRV 050601174 - 3666725 FILE

TRADEMARK
REEL: 003160 FRAME: 0621

CERTIFICATE OF FORMATION

OF

MAXIMA TECHNOLOGIES & SYSTEMS, LLC

This Certificate of Formation of Maxima Technologies & Systems, LLC (the "Company"), dated as of July 20, 2005, is being duly executed and filed by Jonathan Gormin, an Authorized Person, to form a limited liability company under the Delaware Limited Liability Company Act, Del. Code, tit. 6, Section 18-101 et seq., as amended from time to time (the "Act").

1. Name. The name of the limited liability company formed hereby is Maxima Technologies & Systems, LLC.
2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801.
3. Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware is The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801.
4. Indemnification. The Company shall indemnify, to the full extent permitted by the Act, as amended from time to time, all persons whom it is permitted to indemnify pursuant thereto.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

By: /s/ Jonathan Gormin
Name: Jonathan Gormin
Title: Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:40 PM 07/20/2005
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