

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	04/26/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
VMC ACQUISITION CORP.		04/26/2005	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Vibration Mountings & Controls, Inc.
Street Address:	113 Main Street
City:	Bloomingtondale
State/Country:	NEW JERSEY
Postal Code:	07473
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	76510373	VMC
Registration Number:	706598	KORFUND
Registration Number:	706599	KORFUND
Registration Number:	989456	VIBRODAMPER
Registration Number:	1053205	KORFUND
Registration Number:	2943345	KORFUND

CORRESPONDENCE DATA

Fax Number: (646)424-0880
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 646 424 0770
 Email: mag@scgb-law.com
 Correspondent Name: Meyer A. Gross
 Address Line 1: 292 Madison Avenue

CH \$165.00 76510373

Address Line 2: 19th Floor
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER: 1988-023T-028T

NAME OF SUBMITTER: Meyer A. Gross

Signature: /Meyer A. Gross/

Date: 11/18/2005

Total Attachments: 1
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May-18-05 12:54 From: Colin Schatz Weissel

201 480 1598

T-984 P.008/008 F-703

May-13-05 12:28 From: Colin Schatz Weissel

201 480 1598

T-251 P.008/008 F-590

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
VMC ACQUISITION CORP.**

FILED
MAY 13 2005
STATE TREASURER

Pursuant to the provisions of Section 14A:9-2(4) and Section 14A:9-4(3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

FIRST: The name of the Corporation is

VMC ACQUISITION CORP.

SECOND: The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 10 day of April, 2005.

Resolved, that Article **FIRST** of the Certificate of Incorporation be amended to read as follows:

FIRST: The name of the Corporation is

VIBRATION MOUNTINGS & CONTROLS, INC.

THIRD: The number of shares outstanding at the time of the adoption for the amendment was 260. The total number of shares entitled to vote thereon was 260.

FOURTH: The number of shares voting for and against such amendment is as follows:

<u>Number of Shares Voting for Amendment</u>	260
<u>Number of Shares Voting Against Amendment</u>	0

FIFTH: The effective date of this Amendment to the Certificate of Incorporation shall be the date filed with the Secretary of State of New Jersey.

Dated this 16 day of April, 2005

VMC ACQUISITION CORP.

By: _____

John Wilson, Jr.
Chief Executive Officer