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Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

11-22-2005

DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDS
TRAD



103123505

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

GTG Portfolio Holdings, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: Delaware
- Other _____

Citizenship (see guidelines) U.S.

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) August 26, 2005

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Somero Enterprises, Inc.

Internal

Address: _____

Street Address: 82 Fitzgerald Drive

City: Jaffrey

State: New Hampshire

Country: USA Zip: 03452

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship U.S.

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76-602,463; 76-601,854; 76-601,853

B. Trademark Registration No.(s)

2,847,261; 2,862,066; 2,895,981

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Mark A. Wright

Internal Address: _____

Street Address: 900 Elm Street, P.O. Box 326

City: Manchester

State: New Hampshire Zip: 03105-0326

Phone Number: (603) 625-6464

Fax Number: (603) 625-5650

Email Address: _____

6. Total number of applications and registrations involved:

13

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$340.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

Date

Mark A. Wright

Name of Person Signing

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

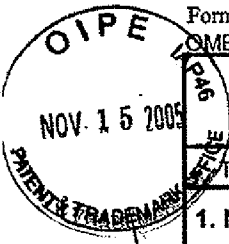
Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 003272 FRAME: 0786

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11/21/2005 ECUPPER 00400042 76602463 10:00 AM 300.00 BP 01 FD:8521 02 FD:8522



8-51-11

Exhibit A to Notice of Recordation

2,059,255
1,827,217
1,557,402
1,940,293
2,681,053
2,059,256
2,113,602

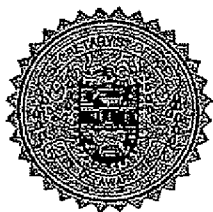
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GTG PORTFOLIO HOLDINGS, INC.", CHANGING ITS NAME FROM "GTG PORTFOLIO HOLDINGS, INC." TO "SOMERO ENTERPRISES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2005, AT 7:32 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4120927

DATE: 08-29-05

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TRADEMARK

REEL: 003272 FRAME: 0788

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:01 PM 08/26/2005
FILED 07:32 PM 08/26/2005
SRV 050708049 - 3589295 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
GTG PORTFOLIO HOLDINGS, INC.**

GTG Portfolio Holdings, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Laws of the State of Delaware, does hereby certify:

FIRST: That the date of the filing of the Corporation's original Certificate of Incorporation with the Delaware Secretary of State was November 12, 2002.

SECOND: That the Board of Directors of the Corporation adopted a resolution proposing and declaring advisable the following amendment to the Corporation's Certificate of Incorporation:

NOW, THEREFORE, BE IT RESOLVED, that Article First of the Certificate of Incorporation of the Company be amended, in its entirety, to read as follows:


First: The name of the Corporation is Somero Enterprises, Inc.

THIRD: That the foregoing amendment was duly adopted by a majority of the duly elected directors of the Corporation in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: The foregoing amendment was duly adopted by a majority of the outstanding shares of stock of the Corporation in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused the Certificate to be signed by its Assistant Secretary the 16th of August 2005.

GTG PORTFOLIO HOLDINGS, INC
a Delaware corporation

By: 
Brent D. Bradley,
Vice President and Assistant Secretary

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