

MRD 11-15-05

04-05-2006



Form PTO-1594 (Rev. 07/05)
US Copyright 0661-0327 (exp. 03/30/2006)

DEPARTMENT OF COMMERCE
Patent and Trademark Office

RE 103171404
TRAD 103171404

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)
- General 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
- Security Agreement
- Other
- Merger
- Change of Name

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:

8. Signature:

Signature
Mark A. Wright

Name of Person Signing

6. Total number of applications and registrations involved:

13

7. Total fee (37 CFR 2.6(b)(8) & 3.41) \$340.00

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

B. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

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

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

11/21/2005 10:00 AM
01 FEB 2006
02 FEB 2006

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

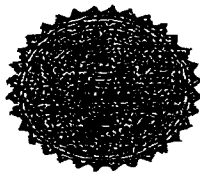
The First State

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.

3589295 8100

050708049



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4120927.

DATE: 08-29-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:01 AM 08/26/2005
ENTERED 07:32 PM 08/26/2005
SERV 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:

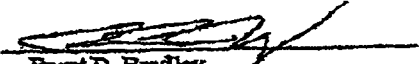
First: The name of the Corporation is Somero Enterprises, Inc.

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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