

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2002		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Framatome ANP DE&S, Inc.		12/22/2002	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Framatome ANP, Inc.		
Street Address:	3315 Old Forest Road		
City:	Lynchburg		
State/Country:	VIRGINIA		
Postal Code:	24506		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2358377	ACE	
CORRESPONDENCE DATA			
Fax Number:	(704)353-3698		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	704 331 5792		
Email:	dmillard@kennedycovington.com		
Correspondent Name:	Karl S. Sawyer, Jr.		
Address Line 1:	214 North Tryon Street		
Address Line 2:	Hearst Tower, 47th Floor		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	15431.034 DUKEENGINEERING		
NAME OF SUBMITTER:	Karl S. Sawyer, Jr.		

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Signature:

/Karl S. Sawyer, Jr./

Date:

05/09/2006

Total Attachments: 3

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State of North Carolina
Department of the Secretary of State

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ARTICLES OF MERGER
FOREIGN AND DOMESTIC BUSINESS CORPORATION

Pursuant to Sections 55-11-05 and 55-11-07 of the General Statutes of North Carolina, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between a domestic business corporation and one or more foreign business corporations.

1. The name of the surviving corporation is Framatome ANP, Inc., a corporation organized under the laws of Delaware; the name of the merged corporation is Framatome ANP DE&S, Inc., a corporation organized under the laws of North Carolina.
2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
3. With respect to the surviving corporation (*check either a or b, as applicable*):
 - a. Shareholder approval was not required for the merger.
 - b. Shareholder approval was required for the merger and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
4. With respect to the merged corporation (*check either a or b, as applicable*):
 - a. Shareholder approval was not required for the merger.
 - b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
5. The merger is permitted by the law of the state or country of incorporation or organization of each foreign entity which is a party.
6. Each foreign entity which is a party has complied or shall comply with the applicable laws of its state or country of incorporation or organization.
7. (*Complete only if applicable - see instructions.*) The mailing address of the surviving foreign corporation is: 3315 Old Forest Road, Lynchburg, Virginia 24506. The surviving foreign corporation will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
8. These articles will be effective upon filing, unless a delayed date and/or time is specified: 11:57 p.m. on December 31, 2002.

This is the 22nd day of December, 2002.

Framatome ANP, Inc.

By:

David F. Guza
DAVID F. GUZA, Secretary
Type or Print Name and Title

Notes:

1. Filing fee is \$50. This document must be filed with the Secretary of State.
2. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1

**PLAN OF MERGER
OF
FRAMATOME ANP DE&S, INC.
WITH AND INTO
FRAMATOME ANP, INC.**

This Plan of Merger (this "Plan of Merger") between Framatome ANP DE&S, Inc., a North Carolina corporation, and Framatome ANP, Inc., a Delaware corporation, sets forth the terms and conditions upon which, at the Effective Time (herein defined), Framatome ANP DE&S, Inc. shall be merged with and into Framatome ANP, Inc.

1. Constituent Corporations; Parent and Subsidiary.

The constituent corporations party to this Plan of Merger (the "Constituent Corporations") are Framatome ANP, Inc., a Delaware corporation ("Parent"), and Framatome ANP DE&S, Inc., a North Carolina corporation ("Subsidiary"). Parent owns all of the issued and outstanding capital stock of Subsidiary. Subsidiary shall be merged with and into Parent (the "Merger"), and Parent shall be the surviving corporation in the Merger (the "Surviving Corporation"), with its corporate name remaining "Framatome ANP, Inc." after the Merger.

2. Effective Time.

The Merger shall become effective at 11:57 p.m. EDT on December 31, 2002 (the "Effective Time"). On such date prior to the Effective Time as Parent shall determine in its sole discretion (i) pursuant to Section 253 of the General Corporation Law of Delaware and in lieu of filing this Agreement, a Certificate of Ownership shall be filed by the Surviving Corporation with the Secretary of State of Delaware, and (ii) pursuant to Sections 55-11-05 and 55-11-07 of the North Carolina Business Corporation Act, Articles of Merger setting forth this Plan of Merger shall be filed by the Surviving Corporation with the Secretary of State of North Carolina.

3. Terms and Conditions of Merger.

(a) The Merger shall be effected pursuant to the provisions of the General Corporation Law of Delaware, the North Carolina Business Corporation Act and in accordance with the terms set forth in this Plan of Merger. The Merger may be abandoned at any time before the Certificate of Ownership and Articles of Merger are filed in accordance with Section 2 of this Plan of Merger by action of the Board of Directors of the Parent.

(b) At the Effective Time, Subsidiary will be merged with and into Parent with the effects set forth in Section 253 of the General Corporation Law of Delaware and Sections 55-11-05 and 55-11-07 of the North Carolina Business Corporation Act and the separate corporate existence of Subsidiary shall cease and the corporate

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existence of Parent shall continue as the Surviving Corporation. The Certificate of Incorporation and Bylaws of Parent as in effect immediately prior to the Effective Time shall continue to be the Certificate of Incorporation and Bylaws of the Surviving Corporation after the Effective Time until they may be thereafter duly amended in accordance with applicable law. The officers and directors of Parent in office immediately prior to the Effective Time shall continue as the officers and directors of the Surviving Corporation after the Effective Time until their successors are duly elected or appointed, as the case may be, and qualified in accordance with the Bylaws of Parent and all applicable law.

4. Manner and Basis of Conversion and Exchange of Shares.

At the Effective Time, the outstanding shares of capital stock of the Constituent Corporations will be converted, exchanged and cancelled as follows:

- (a) Surviving Corporation. The outstanding shares of capital stock of Parent will not be converted, exchanged or altered in any manner as a result of the Merger and will remain outstanding shares of capital stock of Parent.
- (b) Merging Corporation. Inasmuch as Subsidiary is a wholly-owned subsidiary of Parent and Parent is to be the Surviving Corporation, no cash, shares, other securities or obligations will be distributed or issued upon conversion or cancellation of the shares of Subsidiary, and each of the outstanding shares of capital stock of Subsidiary will be cancelled and retired and cease to exist by virtue of the Merger and without any action on the part of the holder thereof.