

**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
WEC Company		03/17/2005	CORPORATION:

RECEIVING PARTY DATA	
Name:	Woods Equipment Company
Street Address:	2606 Illinois Route 2 South
City:	Oregon
State/Country:	ILLINOIS
Postal Code:	61061
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2495364	SKIDTOOLS
Registration Number:	1890416	INTRA-DRIVE
Registration Number:	1566378	BMP
Registration Number:	1187361	WOODS
Registration Number:	1328031	SAF-T-LOK
Serial Number:	72142476	BATWING
Registration Number:	3064764	GROUNDBREAKER
Registration Number:	0904246	ALLOWAY
Registration Number:	2094219	TISCO
Registration Number:	1005542	JAW
Registration Number:	3105323	VINTAGE IRON
Registration Number:	1182720	GANNON
Registration Number:	2322710	TRU-PART
Registration Number:	0684757	WAIN ROY

CH \$490.00 2495364

Registration Number:	0909062	GILL
Registration Number:	1396482	CF
Registration Number:	2207899	TRU-POWER
Registration Number:	2236404	CALCO
Registration Number:	1892945	RIPPER BUCKET

**CORRESPONDENCE DATA**

Fax Number: (312)832-4700

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

Phone: 312-832-4354

Email: HBelongia@foley.com

Correspondent Name: Heidi L. Belongia

Address Line 1: 321 North Clark Street

Address Line 2: Suite 2900

Address Line 4: Chicago, ILLINOIS 60610

ATTORNEY DOCKET NUMBER:	052837-0105
NAME OF SUBMITTER:	Heidi L. Belongia
Signature:	/Heidi L. Belongia/
Date:	08/14/2006

**Total Attachments: 2**

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# Delaware

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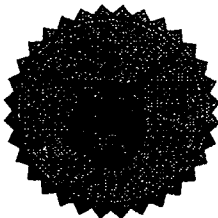
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WEC COMPANY", CHANGING ITS NAME FROM "WEC COMPANY" TO "WOODS EQUIPMENT COMPANY", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MARCH, A.D. 2005, AT 5:17 O'CLOCK P.M.

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

2324073 8100

050224932



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3752781

DATE: 03-18-05

TRADEMARK  
REEL: 003368 FRAME: 0829

**CERTIFICATE OF AMENDMENT  
OF CERTIFICATE OF INCORPORATION**

**WEC COMPANY** (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL") **DOES HEREBY CERTIFY:**

**FIRST:** That at a meeting of the Board of Directors of the Corporation on February 18, 2005, resolutions were duly adopted proposing and declaring advisable that Article FIRST of the Certificate of Incorporation of the Corporation be amended and restated as follows:

"FIRST: The name the Corporation is Woods Equipment Company."

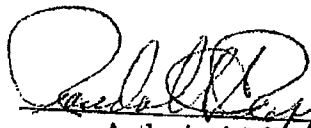
**SECOND:** That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendment in accordance with Section 228 of the DGCL.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the DGCL.

**FOURTH:** That the capital of the Corporation shall not be reduced under or by reason of said amendment.

**IN WITNESS WHEREOF,** said **WEC COMPANY** has caused this certificate to be signed by Randall S. Rapp, an authorized officer, this 22nd day of February, 2005.

By:

  
Authorized Officer

Name:

Randall S. Rapp  
Print or Type

Title:

Secretary