

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
LAWSON MARDON WHEATON INC.		01/27/1999	CORPORATION: NEW JERSEY
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	WHEATON USA INC.		
<b>Street Address:</b>	4350 Haddonfield Road,		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Pennsauken		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08109		
<b>Entity Type:</b>	CORPORATION: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0844090		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(301)972-0370		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	518-280-8924		
<b>Email:</b>	trademarks@eitangroup.com		
<b>Correspondent Name:</b>	Eitan Mehulal Law Group		
<b>Address Line 1:</b>	18106 Kitchen House Court		
<b>Address Line 2:</b>	c/o Edna Eisemann		
<b>Address Line 4:</b>	Germantown, MARYLAND 20874		
<b>ATTORNEY DOCKET NUMBER:</b>	T-8944-33-US		
<b>NAME OF SUBMITTER:</b>	A. Tally Eitan		
<b>Signature:</b>	/te/		

**CH \$40.00 0844090**

Date:

02/13/2008

**Total Attachments: 2**

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**CERTIFICATE OF AMENDMENT TO THE AMENDED  
AND RESTATED CERTIFICATE OF INCORPORATION  
OF**

**LAWSON MARDON WHEATON INC.**

**FILED**

JAN 27 1999

**James A. DiEleuterio, Jr.  
State Treasurer**

To: The Secretary of State  
State of New Jersey

Pursuant to the provisions of Sections 14A:9-1 (2) (a), 14A:9-2 (4) and 14A:9-4 (3) of the New Jersey Business Corporation Act, **LAWSON MARDON WHEATON INC.**, a New Jersey corporation (the "Corporation"), hereby executes the following Certificate of Amendment to its Amended and Restated Certificate of Incorporation:

1. The name of the Corporation is Lawson Mardon Wheaton Inc.
2. The following amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation was approved by the directors and thereafter duly adopted by the holder of shares of Common Stock, par value \$.001 per share ("Common Stock"), of the Corporation, without a meeting pursuant to the written consent of the shareholder entitled to consent to the adoption of the Amendment solicited on September 25, 1998.

**RESOLVED**, that the following amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation, constituting a restatement of Article **FIRST** thereof, be and the same is hereby approved:

**"FIRST"** The name of the corporation is **Wheaton USA Inc.** (the "Corporation").

3. The number of shares of Common Stock entitled to vote thereon was 100.

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4. The holder of 100 shares of Common Stock consented in writing to the adoption of the Amendment.

Dated: January 27, 1999

LAWSON MARDON WHEATON INC.

By: J. Robertson Maalyer  
J. Robertson Maalyer  
Vice President and Secretary

ATTEST:

James E. Gultenecht  
Assistant Secretary

(SEAL)

