

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
The Babcock & Wilcox Company		11/20/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Babcock & Wilcox Power Generation Group, Inc.		
Street Address:	20 S. Van Buren Avenue		
City:	Barberton		
State/Country:	OHIO		
Postal Code:	44203		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78439470	SWUP	
Serial Number:	78891260	AIREJET	
CORRESPONDENCE DATA			
Fax Number:	(330)860-6609		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	330-860-6710		
Email:	amsaus@babcock.com		
Correspondent Name:	Amy Saus		
Address Line 1:	20 S. Van Buren Avenue		
Address Line 2:	Patent Dept - BVCB2K		
Address Line 4:	Barberton, OHIO 44203		
ATTORNEY DOCKET NUMBER:	TRADEMARK - NAME CHANGE		
NAME OF SUBMITTER:	Amy M. Saus		
Signature:	/amsaus/		

CH \$65.00 78439470

Date:

10/08/2008

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 "THE BABCOCK & WILCOX COMPANY", CHANGING ITS NAME FROM "THE BABCOCK & WILCOX COMPANY" TO "BABCOCK & WILCOX POWER GENERATION GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2007, AT 1:58 O'CLOCK P.M.

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

0847234 8100

071242803

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6176127

DATE: 11-20-07

TRADEMARK
REEL: 003867 FRAME: 0103

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION**

The Babcock & Wilcox Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of The Babcock & Wilcox Company by the Unanimous Consent in Writing in lieu of meeting, dated November 12, 2007, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of said company, declaring said amendment to be advisable and recommending that the stockholder of said company approve same. The resolution setting forth the proposed amendment to be considered by the stockholder of said company is as follows:

RESOLVED, by The Babcock & Wilcox Companies, as holder of 100% of the outstanding voting power of The Babcock & Wilcox Company (the "Company"), that ARTICLE FIRST of the Certificate of Incorporation of the Company be amended to read in its entirety as follows:

"FIRST: The name of the Corporation is Babcock & Wilcox Power Generation Group, Inc."

RESOLVED FURTHER, that the proper officers of this company, each acting severally and without the necessity of being joined by any other party, are hereby authorized to take any and all actions and to execute and deliver all instruments or other documents deemed by them, or any one of them, to be necessary or desirable in order to carry out the intent of the foregoing resolution.

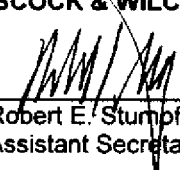
SECOND: That thereafter, pursuant to resolution of its Board of Directors, an Unanimous Consent in Writing in Lieu of Meeting of Shareholder of said company, was duly prepared and executed.

THIRD: that said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, The Babcock & Wilcox Company has caused this certificate to be signed by Robert E. Stumpf, its Assistant Secretary this 20TH day of November, 2007.

THE BABCOCK & WILCOX COMPANY

By: _____


Robert E. Stumpf,
Assistant Secretary