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08-20-1998



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ched original documents or copy thereof

To the Honorable Commissioner of

1. Name of conveying party(ies):

- Owl Investments, Inc.
- Individual(s)  Ass  
 General Partnership  Lim.  
 Corporation-State  
 Other Delaware

U.S. Patent & TMO/TM Mail Rcpt Dt. #39



07-31-1998

name and address of receiving party(ies)

name: Owl Holdings, Inc.

Internal Address: \_\_\_\_\_

Street Address: 222 Delaware Avenue

City: Wilmington State: DE Zip: 19899

- Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: December 16, 1993

If assignee is not domiciled in the United States, a domestic representative designation to attached?  Yes  No

(Designations must be a separate document from assignment) Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or patent number(s):

A. Trademark Application No.s(s)

B. Trademark Registration No.(s)

665,123

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kimberly A. Collins  
 Internal Address: Thorp, Reed & Armstrong  
 Street Address: 20 Stanwix Street  
 City: Pittsburgh State: PA ZIP: 15222

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) ..... \$ 40.00

- Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

20-0888

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kimberly A. Collins  
Name of Person Signing

Kimberly A. Collins  
Signature

7/24/98  
Date

Total number of pages including cover sheet, attachments, and documents: 1

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

TRADE MARK

REEL: 1770 FRAME: 0636

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7/19/1998  
FC-481

State of Delaware  
Office of the Secretary of State

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I, WILLIAM T. QUILLEN, 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 "OWL INVESTMENTS, INC." FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 1993, AT 4:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEW CASTLE COUNTY RECORDER OF DEEDS ON THE SIXTEENTH DAY OF DECEMBER, A.D. 1993 FOR RECORDING.

\* \* \* \* \*



*William T. Quillen*  
\_\_\_\_\_  
William T. Quillen, Secretary of State

AUTHENTICATION: \*4198810

DATE: 12/16/1993

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CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
OWL INVESTMENTS, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Owl Investments, Inc.

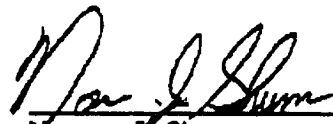
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article 1 thereof and by substituting in lieu of said Article the following:

"1. The name of the Corporation is:

OWL HOLDINGS, INC."

3. The amendment to the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.

Signed and attested to on December 15, 1993

  
Norman F. Shuman  
Vice President

Attest:

  
Michael R. Beauregard  
(Assistant) Secretary

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Office of Secretary of State

I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "OWL INVESTMENTS, INC." FILED IN THIS OFFICE ON THE TENTH DAY OF AUGUST, A.D. 1992, AT 10 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEW CASTLE COUNTY RECORDER OF DEEDS ON THE ELEVENTH DAY OF AUGUST, A.D. 1992 FOR RECORDING.

\* \* \* \* \*



922235240

*Michael Ratchford*

SECRETARY OF STATE

AUTHENTICATION: 3553128

DATE: 08/11/1992

**CERTIFICATE OF INCORPORATION**

**OF**

**OWL INVESTMENTS, INC.**

1. The name of the Corporation is:

Owl Investments, Inc.

2. The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, Wilmington, New Castle County, Delaware, 19801. The registered agent is The Corporation Trust Company.

3. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

4. The total number of shares of stock which the Corporation shall have authority to issue shall be one thousand (1000) shares of Common Stock, par value one dollar (\$1.00) per share.

5. Unless required by the By-Laws, the election of the Board of Directors need not be by written ballot.

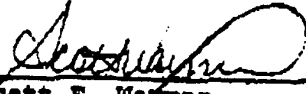
6. The Board of Directors shall have the power to make, alter or repeal the By-Laws of the Corporation.

7. The Corporation shall indemnify its officers and directors to the full extent permitted by Section 145 of the Delaware General Corporation Law, as amended from time to time.

8. No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, for any act or omission, except that he may be liable (i) for

breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit.

9. Scott E. Waxman is the sole incorporator and his mailing address is 350 Delaware Trust Building, 902 Market Street, P.O. Box 951, Wilmington, DE 19899.

  
\_\_\_\_\_  
Scott E. Waxman  
Sole Incorporator

DATED: August 10, 1992