

03-11-1999

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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

NRD
3-11-99

100930960

To the Honorable Commissioner of Patents and

inal documents or copy thereof.

1. Name of conveying party(ies): Cerberus AG

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Country of Switzerland
 Other _____

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

2. Name and address of receiving party(ies)
Name: Siemens Building Technologies AG
Address: Bellerivestrasse 36,
Zurich, 8008 Switzerland
City: _____ State: _____ Zip: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-Country of Switzerland
 Other _____

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

(Designations must be a separate document from Assignment)

Additional name(s) and address(es) attached?
 Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 13, 1998

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

A. Trademark Application No.(s)
3/12/1999 DCOATES 00000004 024377 935964
01 FC:481 40.00 DP
02 FC:484 120.00 CH

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
935,964

RECEIVED
MARCH 10 1999

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

Name: Susan L. Robertson

BAKER & BOTTS, L.L.P.

Address: 30 Rockefeller Plaza - 44 Fl.

City: New York State: NY Zip: 10112

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

Charge 120

8. Deposit account number: 02-4377
(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 instrumentation is true and correct and any attached copy is a true copy of the original document.

Susan L. Robertson Susan L. Robertson March 10, 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE


Mark : CERBERUS
Registrant (Assignee) : Siemens Building Technologies AG
Registration Number : 935,964
Registration Dates : June 20, 1972

DESIGNATION OF DOMESTIC REPRESENTATIVE

The firm of Baker & Botts, L.L.P., and the members and associates of that firm, having their offices at 30 Rockefeller Plaza, New York, New York, 10112, are hereby designated, jointly and severally, as Assignee's representatives upon whom notices or process in proceedings affecting the recordation of the merger into Siemens Building Technologies A.G. may be served.

Siemens Building Technologies AG

Dated: 03/05/99

By: 
Name: Hanspeter Laubscher
Title: Member of the
Executive Board

NY02:187875.1

*** TOTAL PAGE.05 ***



HANDELSREGISTERAMT DES KANTONS ZÜRICH

CERTIFICATION

issued by the Commercial Registry of Canton Zurich

It is hereby certified that the following company is entered in the Commercial Register of Canton Zurich: a joint stock company by the name of

Cerberus AG-----
(Cerberus SA) (Cerberus Ltd)-----

domiciled in Männedorf-----
Address: Alte Landstrasse 411, 8708 Männedorf-----

This company has been entered in the Commercial Register of Canton Zurich since 4th December 1957.

With journal entry no. 8760 dated 20th April 1998 the following entry was published in the Official Commercial Gazette of Switzerland (SHAB), no. 78 of 24th April 1998:

Dissolution of the company by way of the resolution of the General Meeting Shareholders of 30th March 1998 as the result of merger with Elektrowatt AG, in Zurich. Transfer of the company's assets and liabilities to Elektrowatt AG in accordance with the merger balance sheet as per 1st October 1997 by way of universal succession.

Zurich, Switzerland, 3th November 1998
Company number: CH-020.3.904.979-4
Signed: MA
Fee: 175.--

It is further certified that the following company is entered in the Commercial Register of Canton Zurich: a joint stock company by the name of

Siemens Building Technologies AG-----
(Siemens Building Technologies SA) (Siemens Building Technologies Ltd)-----

Address: Bellerivestrasse 36, 8008 Zürich-----

This company has been entered in the Commercial Register of Canton Zurich since 21th August 1895. It has been entered in the aforementioned register under the following versions:



From 14th June 1974 - 24th September 1998

Elektrowatt AG-----
(Electrowatt SA) (Electrowatt Ltd)-----

It has been entered since 24th September 1998 under the following name:

Siemens Building Technologies AG-----
(Siemens Building Technologies SA) (Siemens Building Technologies Ltd)-----

(In referenc to the aforementioned joint stock company, there were other versions of the company name entered in the Commercial Register of Canton Zurich prior to 14th June 1974).

With journal entry no. 8766 of 20th April 1998 the following entry was published in the Official Commercial Gazette of Switzerland (SHAB), no. 78 of 24th April 1998.

Merger: Acquisition by the company of Cerberus AG, located in Männedorf, by way of merger. Transfer to the company of assets in the amount of CHF 307,740,379.00 and liabilities in the amount of CHF 194,133,886.00 in accordance with the merger agreement dated 30th March 1998 and the merger balance sheet as per 31th October 1997 by way of universal succession, the company already owning all of the shares of the company being acquired. In so doing, these shares have become extinct and the share capital of the acquiring company remains unchanged.

It is further certified that the aforementioned company is organized according to the laws of Switzerland.

Zurich, Switzerland, 3th November 1998
Company number: CH-020.3.907.720-4
Signed: MA
Fee: 175.--

It is further certified that the following company is entered in the Commercial Register of Canton Zurich: a joint stock company by the name of

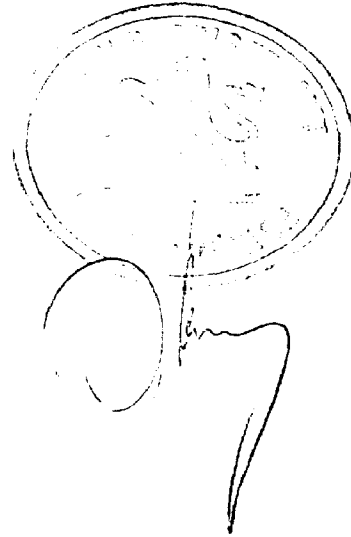
Siemens Building Technologies AG-----
(Siemens Building Technologies SA) (Siemens Building Technologies Ltd.)-----

It is further certified that a branch operation domiciled in Männedorf exists of said joint stock company "Siemens Building Technologies AG (Siemens Building Technologies SA) (Siemens Building Technologies Ltd.)", the joint stock company being domiciled in Zurich.

This branch operation has been entered in the Commercial Register of Canton Zurich since 6th October 1998.

It is further certified that the aforementioned branch operation is a company organized according to the laws of Switzerland.

Zurich, Switzerland 3th November 1998
Company number: CH-020.9.001.017-1
Signed: MA
Fee: 175.--




Official Certification

This is to certify that this copy corresponds exactly with the document shown to us this day and declared to be the original.

Männedorf, this 8th day of March 1999

B No. 75
Fee: Fr. 20.--

NOTARIAT MÄNNEDORF


M. Enderli, certifying officer

