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Send original documents or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

Debus, Inc. (merged into SBS Holdings, Inc., a Delaware corporation)

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Indiana, Other

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

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Effective Date: December 31, 1998

Execution Date:

2. Name and address of receiving party(ies)

Name: Debus, Inc.

Internal Address: 1100 Highway 27 South
Street Address: P.O. Box 369
City: Stanley State: NC ZIP: 28164

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

75/502,050
75/449,888
75/449,875

B. Trademark Registration No.(s)

1,749,753 1,407,271 1,846,102 1,412,884
1,205,908 1,320,281 1,279,521 1,279,520
1,439,731 2,055,988 1,252,005 1,825,730
827,017 1,843,430 1,553,398 1,279,519

Additional numbers attached? Yes No

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

Name: Edward M. Prince

Internal Address: Alston & Bird LLP

Street Address: 601 Pennsylvania Ave., N.W.

North Building, 11th Floor

City: Washington State: DC ZIP: 20004-2601

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41) \$ 490.00

Enclosed

Authorized to be charged to deposit account in the event additional fee is needed.

8. Deposit account number:

16-060

(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.

Edward M. Prince

Name of Person Signing

Signature

Signature

2/11/99

Date

Total number of pages including cover sheet, attachments, and enclosures: 4

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "SBS HOLDINGS, INC.", CHANGING ITS NAME FROM "SBS HOLDINGS, INC." TO "DEBUS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1998, AT 10:37 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9536402

DATE: 01-22-99

TRADEMARK
REEL: 1856 FRAME: 0522

**CERTIFICATE OF MERGER
MERGING SBS PRODUCTS, INC.
AND
DEBUS, INC.
INTO SBS HOLDINGS, INC.**

SBS Holdings, Inc., a Delaware corporation (the "Surviving Corporation"), DOES HEREBY CERTIFY:

FIRST: An agreement of merger (the "Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Surviving Corporation, SBS Products, Inc., a Michigan corporation, and Debus, Inc., an Indiana corporation, in accordance with Sections 141(f), 228 and 252(c) of the Delaware General Corporation Law.

SECOND: SBS Holdings, Inc. is the surviving corporation.

THIRD: The Certificate of Incorporation of SBS Holdings, Inc. shall be the certificate of incorporation of the Surviving Corporation, except that upon the consummation of the merger, the name of the Surviving Corporation shall be changed to Debus, Inc. and Article FIRST of the Certificate of Incorporation of the Surviving Corporation shall be amended to read:

FIRST: The name of the corporation is Debus, Inc.

FOURTH: The executed Plan and Agreement of Merger is on file at the principal place of business of the Surviving Corporation, which is:

1100 Highway 27 South
Stanley North Carolina 28164

A copy of the Plan and Agreement of Merger will be provided by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.


FIFTH: The merger shall be effective at 11:59 p.m. on December 31, 1998.

SIXTH: Prior to consummation of the merger, the authorized capital stock of SBS Products, Inc. is 30,000 shares of common stock, \$10.00 par value per share, and the authorized capital stock of Debus, Inc. is 700 shares of common stock, \$1.00 par value per share, and 200 shares of preferred stock, \$1.00 par value per share.

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate to be signed and acknowledged by its President this 27 day of December, 1998.

SBS HOLDINGS, INC.

By: _____


John Garrison
President