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05-26-1999

5.10.99



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To the Honorable Commissione
original documents or copy ti

1. Name of conveying party(ies):

Safety-Kleen Corp

- Individual(s) Association
- General Partnership
- Limited Partnership
- Corporation-State Wisconsin
- Other _____

2. Name and address of receiving party(ies):

Name: Safety-Kleen Systems, Inc.

Street Address: One Brinckman Way
City: Elgin State: Illinois ZIP: 60123

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - State Wisconsin
- Other _____

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: June 30, 1998

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 XXX NO

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

A. Trademark Application No.(s)
75/229,276

B. Trademark Registr:

05-10-1999

U.S. Patent & TMOtc/TM Mail Ropt Dt. #70

Additional numbers attached? YES NO

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

Name: Angelo J. Bufalino

Internal Address: VEDDER PRICE KAUFMAN & KAMMHOLZ

Street Address: 222 N. LaSalle St.

City: Chicago State: IL ZIP: 60601

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: _____
(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 os a true copy of the original document.

Angelo J. Bufalino
Name of person signing

Signature

Date

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

5/6/99

05/25/1999 MTHA11 00000100 75229276

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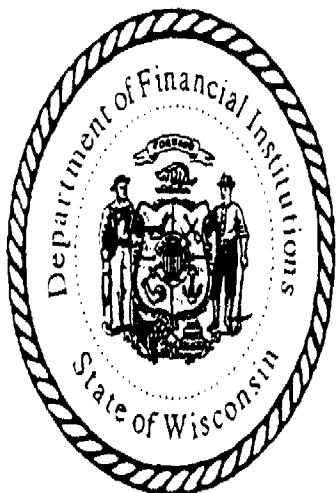
40.00 OP

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that the annexed copy has been compared by me with the document on file in the Corporations unit of the Division of Corporate & Consumer Services of this department and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.



Richard L. Dean, Secretary

Department of Financial Institutions

DATE: APR -8 1999

BY: Patricia Weber

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

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RECEIVED

ARTICLES OF AMENDMENT

Stock (for profit)

JUL - 1 1998

WISCONSIN

A. Name of Corporation: SAFETY - KLEEN CORP.
(prior to any change effected by this amendment)

Text of Amendment (Refer to the existing articles of incorporation and instruction A. Determine those items to be changed and set forth below the number identifying the paragraph being changed and how the amended paragraph is to read.)

RESOLVED, THAT, the articles of incorporation be amended as follows:

The name of the corporation be changed
to: SAFETY-KLEEN SYSTEMS, INC.

B. Amendment(s) adopted on JULY 1, 1998
(date)

Indicate the method of adoption by checking the appropriate choice below:

In accordance with sec. 180.1002, Wis. Stats. (By the Board of Directors)

OR
 In accordance with sec. 180.1003, Wis. Stats. (By the Board of Directors and Shareholders)

OR
 In accordance with sec. 180.1005, Wis. Stats. (By Incorporators or Board of Directors, before issuance of shares)

C. Executed on behalf of the corporation on 6-30-98
(date)

[Signature]
(signature)

Henry H. Taylor
(printed name)

Secretary
(officer's title)

D. This document was drafted by Henry H. Taylor, Esq.
(name of individual required by law)

WISCONSIN
JUL 10 10 P 3: 08

FILING FEE - \$40.00 OR MORE #. 9

SEE REVERSE for Instructions, Suggestions, Filing Fees and Procedures

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