

6-18-99

06-30-1999



BT

101079641

To: Box Assignment, Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SAFETY-KLEEN CORP.

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

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 _____

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

3. Nature of conveyance:

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

Execution Date: FEBRUARY 24, 1998
Effective Date: JANUARY 1, 1992

4. Application number or registration number(s):

A. Trademark Application No.

B. Trademark Registration No. 1,787,196
Trademark Registration No. 1,787,197

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 NORTH LASALLE STREET

City: CHICAGO State: ILLINOIS ZIP: 60601-1003

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 22-0259 (Charge any deficiency in payment)
(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.

Angelo J. Bufalino, Reg. 29,622
Name of person signing

Signature

Date

6/18/99

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

06/29/1999 DMBUYEN 00000287 1787196

01 FC:481
02 FC:482

40.00 DP
25.00 DP



06-18-1999

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #31

TRADEMARK
REEL: 001920 FRAME: 0555

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.

1517872

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 19 3:08

JUL 01 12:00PM

FILING FEE - \$40.00 OR MORE

#. A

176193 DCORP 40

40.00

SEE REVERSE for Instructions, Suggestions, Filing Fees and Procedures

Printed on recycled paper

JUL 01 12:00PM

#. B

176193 EXPED 25

25.00

WISC. - 47- 11/4/96:

TRADEMARK

REEL: 001920 FRAME: 0557

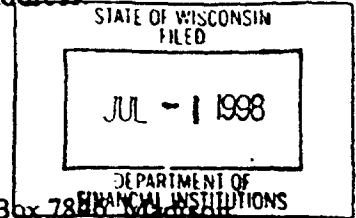
ARTICLES OF AMENDMENT
Stock (for profit)

\$40.00 + \$25.00

Name Change

Tammy
CT Corporation System
44 E. Mifflin St
Madison WI 53703

Please indicate where you would like the acknowledgement copy of the filed document sent. Please include complete name and mailing address.



Your phone number during the day: () - -

INSTRUCTIONS (Ref. sec. 180.1006 Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P.O. Box 7846, Madison, Wisconsin, 53707-7846. (If sent by Express or Priority U.S. Mail, address to 30 W. Miffling Street, 9th Floor, Madison WI 53703). The original must include an original manual signature (sec. 180.0120(3)(c), Wis. Stats.). If you have any additional questions, please call the Division of Corporate and Consumer Services at 608/266-3590.

- A. State the name of the corporation (before any changes effected by this amendment) and the text of the amendment(s). The text should recite the resolution adopted (e.g., "RESOLVED, THAT, Article 1 of the Articles of Incorporation is hereby amended to read as follows . . . etc.")

If an amendment provides for an exchange, reclassification or cancellation of issued shares, state the provisions for implementing the amendment if not contained in the amendment itself.

- B. Enter the date of adoption of the amendment(s). If there is more than one amendment, identify the date of adoption of each. Mark one of the three choices to indicate the method of adoption of the amendment(s).

By Board of Directors - Refer to sec. 180.1002 Wis. Stats. for specific information on the character of amendments that may be adopted by the Board of Directors without shareholder action.

By Board of Directors and Shareholders - Amendments proposed by the Board of Directors and adopted by shareholder approval. Voting requirements differ with circumstances and provisions in the articles of incorporation. See sec. 180.1003 Wis. Stats. for specific information.

By Incorporators or Board of Directors - Before issuance of shares - See sec. 180.1005 Wis. Stats. for conditions attached to the adoption of an amendment approved by a vote or consent of less than 2/3rds of the shares subscribed for.

- C. Enter the date of execution and the name and title of the person signing the document. The document must be signed by one of the following: An officer (or incorporator if directors have not been elected) of the corporation or the fiduciary if the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary. At least one copy must bear an original manual signature.

- D. If the document is executed in Wisconsin, sec. 182.01(3) Wis. Stats. provides that it shall not be filed unless the name of the drafter (either an individual or a governmental agency) is printed in a legible manner. If document is NOT drafted in Wisconsin, please so state.

FILING FEES

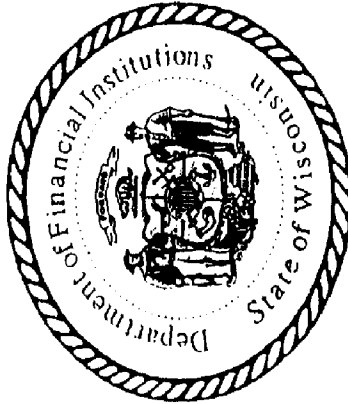
Submit the document with a minimum filing fee of \$40.00, payable to DEPT. OF FINANCIAL INSTITUTIONS. If the amendment causes an increase in the number of authorized shares, provide an additional fee of 1 cent for each new authorized share. When the document has been filed, an acknowledgement copy stamped "FILED" will be sent to the address indicated above.

United States of America

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.



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