

1/18/00

02-11-2000



To The Honorable Commissioner of

101306179

of original documents or copy thereof.

1. Name of conveying party(ies):
XRT-CERG FINANCE AMERICA, INC.

 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Pennsylvania
 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: August 4, 1999

2. Name and address of receiving party(ies):
Name: XRT-CERG AMERICA, INC.
Internal Address:

Street Address: 989 Old Eagle School Road
City: Wayne
State: PA ZIP: 19088

Individual(s) citizenship:
 Association:
 General Partnership:
 Limited Partnership:
 Corporation-State: Pennsylvania
 Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: YES NO
(Designation must be a separate document from Assignment)

Additional name(s) & address attached? YES NO

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JAN 18 AM 11:28
OPR/FINANCE

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

A. Trademark Application No.(s)

75/040,918 75/732,951
75/111,755 75/733,313
75/371,903 75/732,963
75/550,986

B. Trademark registration No.(s)

2,030,830 2,014,740
2,125,218 2,129,188
2,181,241

Additional numbers attached? YES NO

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

Name: Camille M. Miller
Internal Address:
WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS
One Liberty Place - 46th Floor

Street Address: 1650 Market Street
City: Philadelphia State: Pennsylvania
ZIP: 19103-7301
Client #: XRT-52

6. Total number of applications and registrations involved:
12

7. Total fee (37 CFR 3.41):.....\$315.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 23-3050

(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.

Camille M. Miller
Name of Person Signing

Camille M. Miller
Signature

January 18, 2000
Date

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

02/10/2000 TTON11 00000257 2030830

Commissioner of Patents and Trademarks

01 FC:481
02 FC:482

40.00 OP
275.00 OP

Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project. (0651-0011).

AUG 4 1999 10:00AM SCRATLEY BOYON LLP

Microfilm Number: _____
Entity Number: 396473 9957-78

Filed with the Department of State of PA. AUG 04 1999
John P. King
Secretary of the Commonwealth JK

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION
DSCB 15-1915 (Rev. 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: XRT CERG Finance America, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department).

(a) _____
512 Watchhill Road Wilmington PA 19085 Delaware
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: 15 P.S. 4204 (1933)

4. The date of its incorporation is: December 12, 1972

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: _____
Date Hour

6. (Check one of the following):

The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:

The first Article of the Articles of Incorporation, as amended, shall read as follows:

"1. The name of the corporation is: XRT-CERG America, Inc."

The second Article of the Articles of Incorporation, as amended, shall read as follows:

"2. The address of this corporation's current registered office in the Commonwealth and the county of venue is: 989 Old Eagle School Road, Wayne, PA 19087, Chester County

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

AUG -4 99

Doc #226618 v 01

PA Dept. of State

5. (Check if the amendments restrict the Articles):

The revised Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 4 day of August, 1999.

XRT CERO FINANCE AMERICA, INC.

BY: *Dolores S. McDevitt*
Name: Dolores S. McDevitt
Title: Senior Vice President - Research and Development Operations

C O M M O N W E A L T H O F P E N N S Y L V A N I A

D E P A R T M E N T O F S T A T E

JANUARY 11. 2000

TO ALL WHOM THESE PRESENTS SHALL COME. GREETING:

XRT-CERG AMERICA, INC.

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger

which appear of record in this department

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.



Kim Pizzingrilli

Secretary of the Commonwealth

JSDW