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Washington, DC 20231

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

2-18-00

RECORDATION FORM COVER SHEET -- TRADEMARKS
(Form PTO-1594)

Sir:

Please record the attached original documents or copy thereof:

1. The name of the conveying party is Tree Machine Tool Company, Inc., a corporation of the State of Wisconsin.
2. The name and address of the party receiving the interest is Tree Machine Tools Inc., 5251 Franklin Drive, Franklin, Wisconsin 53132, a corporation of the State of Wisconsin.
3. The nature of the attached document is CHANGE OF NAME, which was executed on June 28, 1999.
4. In connection with:

The trademark/service mark registration(s) numbers:

1,131,210	TREE
1,138,239	TREE and Logo
1,139,410	Logo only
1,107,781	JOURNEYMAN

5. The name and address to whom all correspondence concerning document should be mailed is:

Martin F. Majestic
 MAJESTIC, PARSONS, SIEBERT & HSUE P.C.
 4 Embarcadero Center, Suite 1100
 San Francisco, California 94111-4106
 Telephone: (415) 248-5500
 Telefacsimile: (415) 362-5418

6. A total of four (4) registrations are involved in this request.
7. The fee of \$115.00 (\$40 for the first item and \$25 each for the next three) is enclosed to cover the costs of recordal.

03/14/2000 DCOATES 00000098 1131210

115E

01 FC:481	40.00 DP
02 FC:482	75.00 DP

Serial No.: 73/195,125

-1-

03/14/2000 DCOATES 00000098 1131210


TRADEMARK
REEL: 002033 FRAME: 0708

8. The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Deposit Account No. 13-1030.
9. 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.

Respectfully submitted,

MAJESTIC, PARSONS, SIEBERT & HSUE P.C.

Dated: February 18, 2000.
Atty. Docket: 1839.000XX0



Martin F. Majestic

The total number of pages (including cover sheet, attachments, and document) is four (4).

TREE MACHINE TOOL CO., INC.

**ACTION BY THE BOARD OF DIRECTORS
BY UNANIMOUS WRITTEN CONSENT**

Pursuant to Section 180.0821 of the Wisconsin Business Corporation Law, the undersigned, being all of the directors of Tree Machine Tool Co., Inc, a Wisconsin corporation (the "Corporation"), hereby consent to and adopt the following resolutions in lieu of a special meeting of the Board of Directors of the Corporation:

RESOLVED, that any and all notice to take any action in adopting the following resolutions is hereby waived by the undersigned pursuant to Section 180.0823 of the Wisconsin Statutes.

* * *

RESOLVED, that Article I of the Articles of Incorporation of the Corporation, entitled "NAME", shall be amended in its entirety to read as follows:

"The name of the corporation shall be: TREE MACHINE TOOLS INC."

* * *

RESOLVED, that the Plan of Recapitalization attached hereto as Exhibit A, is hereby approved and recommended to the sole shareholder of the Corporation for approval.

FURTHER RESOLVED, that the execution by any officer of the Corporation, acting alone (an "Authorized Officer"), of those certain Articles of Amendment to be filed in the office of the Wisconsin Department of Financial Institutions for the purpose of effectuating the resolutions above-adopted is hereby authorized and approved.

FURTHER RESOLVED, that upon presentment to the sole shareholder of the Corporation of such plan of Recapitalization and the amendment to the Corporation's Articles of Incorporation set forth above and approval by the sole shareholder of the Corporation of such plan and amendment the Authorized Officer is hereby empowered and directed to execute and file said Articles of Amendment to the Articles of Incorporation of the Corporation as soon as reasonably practicable.

* * *

RESOLVED, that the Corporation is hereby authorized to accept a contribution to capital surplus from the sole shareholder of the Corporation in the amount of Seven Hundred Thousand Dollars (\$700,000.00).

* * *

RESOLVED, that Ivan Kinkor and Yap Tong Teck are hereby authorized to jointly execute and deliver on behalf of the Corporation contracts entered into in the ordinary course of the Corporation's business.

IN WITNESS WHEREOF, the undersigned have hereunto executed this instrument effective as of the 28th day of June, 1999.




Lau Chung Keong Robin



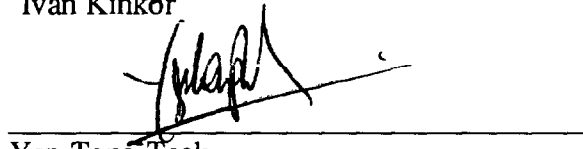
William N. Ellison



Por Khay Ti



Ivan Kinkor



Yap Tong Teck