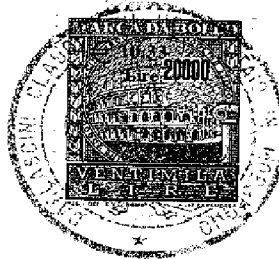


[illegible]

Dott. CLAUDIO BARLASCINI

NOTAIO

23017 MORBEGNO (SO) - Piazza San Pietro, 18
Tel. 0342 611240 - Telefax 614796



DICHIARAZIONE

Il sottoscritto dott. Claudio
Barlascini, Notaio in Morbegno,
(Sondrio) Italia,
certifica

che in data 7 gennaio 1999 n.
62818/9889 di rep., la società
MET S.r.l. ha variato la forma
sociale da Società a Responsa-
bilità limitata (S.r.l.) in So-
cietà per Azioni (S.p.A.) assu-
mendo la denominazione di MET
S.p.A. e la sede sociale da
Strada per Maggiana 20/B, Man-
dello del Lario (Como), Italia,
a Via Piemonte n.13, 23018 Ta-
lamona (Sondrio), Italia.

Data
3 maggio 2000

DECLARATION

The undersigned doctor Claudio
Barlascini, Notary Public
in Morbegno (Sondrio) Italy,
hereby certifies

that on January 7, 1999, number
62818/9889 di rep., the company
MET S.r.l. was transformed from
a Limited-liability company
(S.r.l.) into a Joint-stock
company (S.p.A.) assuming the
style of MET S.p.A. and changed
its head office from Strada per
Maggiana 20/B, Mandello del
Lario (Como), Italy to Via
Piemonte 13, 23018 Talamona
(Sondrio), Italy.

Dated this day of
may 3 2000



Dott. Claudio Barlascini Notaio

Notary Public

TRADEMARKS**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

MET S.p.A.

Trademark: MET & Design

Registration No.: 1,902,408

Granted: July 4, 1995

Class(es): 9

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

WHEREAS, by Notarial deed dated May 3, 2000, MET S.p.A. an Italian corporation located and doing business at Via Piemonte 13, 23018 TALAMONA (SONDRIO), ITALY, has acquired all right, title and interest in and to the above-identified trademark; MET S.p.A. hereby makes the following appointments:

POWER OF ATTORNEY

MET S.p.A. hereby appoints, David L. Just and Donald C. Lucas, members of the Bar of the State of New York, Patent Office Registration Nos. 25,687 and 31,275 respectively, of the firm of Lucas & Just, 60 East 42nd Street, New York, New York 10165, Telephone No. (212) 682-4980, as its attorneys to file this application, with full power of substitution and revocation, to transact all business in the Patent and Trademark Office connected therewith and to receive all correspondence in connection with this registration.

APPOINTMENT OF DOMESTIC REPRESENTATIVE

David L. Just and Donald C. Lucas of the aforesaid firm of Lucas & Just, whose postal address is 60 East 42nd Street, New York, New York 10165 are hereby designated Registrant's domestic representatives upon whom notices or process in proceedings affecting the mark may be served.

Dated: 03/05/2000

By: 

Name: GAIATTO MASSIMILIANO

Title: PRESIDENTE