

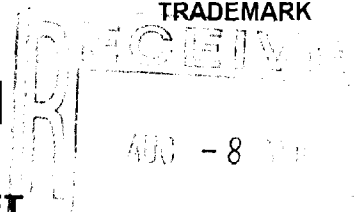
8-801

08-15-2001



101812106

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel# Frame#
- Corrective Document
Reel# Frame#

Transfer Type

- Assignment
 - Security Agreement
 - Merger
 - Change of Name
 - Other
 - License
 - Nunc Pro Tunc Assignment
- Effective Date
Month Day Year
01222001

Transferor

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name **A.W. Faber-Castell GmbH & Co.**

12202000

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization **Germany**

Transferee

Mark if additional names of conveying parties attached

Name **Faber-Castell AG**

DBA/AKA/TA

Composed of

Address (line 1) **Nuernberger Strasse 2**

Address (line 2)

Address (line 3) **Stein** **Germany** **90546**
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization **Germany**

08/15/2001 TDIAZ1 00000045 2458830

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Documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only

Name Bruce P. Keller

Address (line 1) Debevoise & Plimpton

Address (line 2) 919 Third Avenue

Address (line 3) New York, NY 10022

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number 212-909-6000

Name Jacqueline D. Ewenstein

Address (line 1) Debevoise & Plimpton

Address (line 2) 919 Third Avenue

Address (line 3) New York, NY 10022

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 2

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<u></u>	<u></u>	<u></u>	<u>2458830</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>

Number of Properties

Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): # \$ 40

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

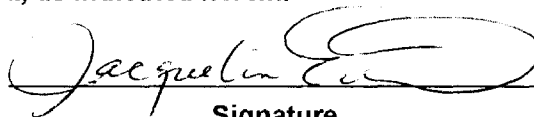
Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Jacqueline D. Ewenstein

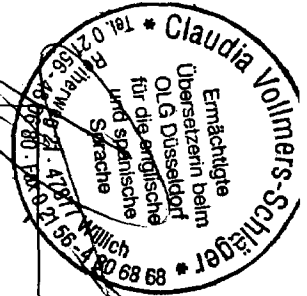
Name of Person Signing



Signature

8/7/01

Date Signed



Authorised photocopy

Furth District Court (Bavaria)		Share capital or registered capital Euro		Board Personally liable shareholders Directors Liquidators		Prokura (= authorised signatories)		Legal status		Sheet 1	
Entry No.	Company Registered office Object of the enterprise									HRB 8213	Date of entry and signature Notes
1	a) Faber-Castell Aktiengesellschaft b) Stein c) The object of the company is to produce and distribute products for writing, drawing, painting and creative activities together with accessories and also products belonging to the cosmetics sector. Also providing services connected with the production and distribution of the products referred to.	20,000,000.—	Graf von Faber-Castell Anton Wolfgang, d.o.b. 07.06.1941, Wendelstein Chairman of the Board) Müller Roland, d.o.b. 08.12.1940, Cadditzburg	Joint power of representation: Stechele Hermann, d.o.b. 14.03.1953, Gersshofen Teuber Bernhard J., d.o.b. 02.08.1941, Nuremberg Stünzendorfer Werner, d.o.b. 20.04.1949, Rosstal Steigerwald Claus, d.o.b. 29.01.1949, Oberasbach	Each of them represents the company with a member of the board or another Prokurst.	<p>The board of the company shall consist of at least two persons. The Supervisory Board shall determine the number of members on the board. The company is represented by two members of the board together or by a member of the board together with a Prokurst. The Supervisory Board can invest individual members of the board with the authority to represent the company alone and/or release them from the ban against multiple representation of Article 181 Civil Code [=BGB].</p> <p>Board Member, Graf von Faber-Castell Anton Wolfgang, will always represent the board alone. He and Board Member, Müller Roland, are authorised to represent the company with each other as representatives of a third party without restriction in the conduct of legally significant acts.</p>	<p>came into being as a result of a change of form by A.W. Faber-Castell GmbH & Co KG, with headquarters in Stein, in accordance with the resolution of 07 November 2000.</p>	a) 20 December 2000 b) Articles of Association see Sheet 21 ff. SoB Nürnbergger Strasse 2	1	HRB 8213	a) signature b) Notes

R 103: File sheet Commercial Registry Dept. B (3 80) Arbeitsverwaltung Straubing

This certifies that this photocopy is in accordance with the Commercial Register. Underlining in red will appear as black on the photocopy, but may be unclear for photographic reasons.
22 JAN 2001
Fürth, Bavaria – Register Court
[official stamp – unclear]
Clerk of the Court's Office
Azar, Jang

Continuation on reverse

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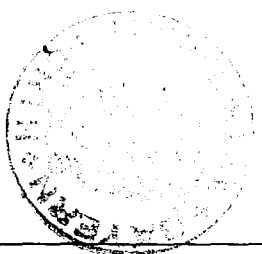
Bedauptigte Fotokopie

Blatt 1

HR B 8213

TRADEMARK

Nr. der Eintragung	a) Firma b) Sitz c) Gegenstand des Unternehmens	Grund- oder Stammkapital RM Euro	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
1	a) Faber-Castell Aktiengesellschaft b) Stein	20.000.000,-	Graf von Faber-Castell Anton Wolfgang, geb. 07.06.1941, Wendelstein (Vorsitzender des Vorstandes) Müller Roland, geb. 08.12.1940, Cadolzburg	Gesamtprokuren: Stechale Hermann, geb. 14.03.1953, Gersthofen Teuber Bernhard J., geb. 02.08.1941, Nürnberg Stünzendorfer Werner, geb. 20.04.1949, Rothtal Steigerwald Claus, geb. 29.01.1949, Obersbach Jeder von ihnen vertritt die Gesellschaft zusammen mit einem Vorstandsmitglied oder einem weiteren Prokuristen.	Aktiengesellschaft, entstanden durch Formwechsel der A.W. Faber-Castell GmbH & Co. mit dem Sitz in Stein gemäß Umwandlungsbeschluss vom 07. November 2000. Der Vorstand der Gesellschaft besteht aus mindestens zwei Personen. Der Aufsichtsrat bestimmt die Zahl der Vorstandsmitglieder. Die Gesellschaft wird durch zwei Mitglieder des Vorstandes gemeinschaftlich oder durch ein Mitglied des Vorstandes in Gemeinschaft mit einem Prokuristen vertreten. Der Aufsichtsrat kann einzelnen Mitgliedern des Vorstandes Einzelvertretungsbefugnis und/oder Befreiung vom Mehrvertretungsverbot des § 181 BGB erteilen. Das Vorstandsmitglied Graf von Faber-Castell Anton Wolfgang vertritt die Gesellschaft stets allein. Er und das Vorstandsmitglied Müller Roland sind befugt, die Gesellschaft bei der Vornahme von Rechtsgeschäften mit sich als Vertreter eines Dritten uneingeschränkt zu vertreten.	a) 20. Dezember 2000 b) Satzung s. 81/21 ff. Sob Nürnbergger Straße 2



Die Übereinstimmung dieser Fotokopie mit dem Handelsregister wird bezeugt
 Rohentwürfen in der
 Fotokopie schwarz, aus fotografischen
 Gründen oft aber nur undeutlich.
 Fürth/Bay., 22. JAN. 2001
 Amtsgericht Fürth - Registergericht
 als Urk.-Beamt. d. Geschäftsstelle
 AZZ/ JANTG