

09-13-2001



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

ET U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

9-7-01

PCB KEY NEWCO, INC.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: KEY TRANSDUCERS, INC.

Internal

Address:

Street Address: 3425 Walden Avenue

City: Depew State: NY Zip: 14043

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: July 19, 2000

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

A. Trademark Application No.(s)

75/916,375

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Rosalie A. Melisz, Esq.

Internal Address:

Street Address: Damon & Morey, LLP
1000 Cathedral Place
298 Main Street

City: Buffalo State: NY Zip: 14202

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(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.

Rosalie A. Melisz, as attorney
Name of Person Signing

Rosalie A. Melisz
Signature

9/6/01
Date

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

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All documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002365 FRAME: 0646

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PCB KEY NEWCO, INC.", CHANGING ITS NAME FROM "PCE KEY NEWCO, INC." TO "KEY TRANSDUCERS, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JULY, A.D. 2000, AT 11 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3234056 8100

AUTHENTICATION: 1322281

010430234

DATE: 08-30-01

TRADEMARK
REEL: 002365 FRAME: 0647

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
PCB KEY NEWCO, INC.

PCB KEY NEWCO, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the written consent of its sole member, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of PCB KEY NEWCO, INC., be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the corporation is **KEY TRANSDUCERS, INC.**"

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, and written notice of the adoption of the amendments have been given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

009564/104996

*STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 07/19/2000
001364587 - 3234056*

**TRADEMARK
REEL: 002365 FRAME: 0648**

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said PCB KEY NEWCO, INC., has caused this certificate to be signed by David M. Lally, its President, and attested by David M. Carroll, its Secretary, this 19th day of July, 2000.

PCB KEY NEWCO, INC..

By: 
David M. Lally, President

ATTEST:

By: 
David M. Carroll, Secretary

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