

12-26-2001



SHEET

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

To the Honorable Commissioner

101924526

See attached original documents or copy thereof.

1. Name of conveying party(ies):

GEC Alstom SA

12/17/01

- Individual(s)
- General Partnership
- Corporation - France
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Effective Date: June 17, 1998

2. Name and address of receiving party(ies):

Alstom France SA
38 Avenue Kleber
75116 Paris, France

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other - France Societe Anonyme

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

0960670

Additional numbers attached? Yes No

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 08-3264

12/21/2001 DBYRNE 00000051 0960670

01 FC:481 40.00 DP

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.

Name of Person Signing

Perla M. Kuhn
Perla M. Kuhn

December 13, 2001

Date

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

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

U.S. Patent and Trademark Office, Office of Public Records
Crystal Gateway 4, Room 335, Arlington, VA 22202

CERTIFICATE OF MAILING

Express Mail Certificate No.: EK840092537US

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an Express Mail envelope addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on 12/14/2001 (Date of Deposit).

Elaine S. Parker
Name

Elaine S. Parker
Signature

December 14, 2001
Date of Signature

M2 CERFA form No 90-0195
Date declaration submitted to the CCF:

DECLARATION OF A MODIFICATION

- of the **UNDERTAKING**: IDENTIFICATION CHARACTERISTICS
DIRECTORS CHANGE OF REGISTERED OFFICE WINDING UP
- of the **ESTABLISHMENT**: OPENING IDENTIFICATION
(including TRANSFER)
DIRECTORS ACTIVITIES CLOSURE
- other modifications (to be specified, where applicable):
INCREASE IN CAPITAL AND DELETION OF COMMERCIAL NAME

Decree n° 81-257 of 18 March 1981 as amended creating the Center for Company Formalities

MAIN REGISTRATION NUMBER(S)

347 951 238 RCS: PARIS (88B11001)

Trade and companies register:

SIREN:

RM:

Register of professions:

BODIES CORPORATE

Box reserved for use by the CCF

Stamp of the INPI

G7550 928527 9

M G U I D A B E F H J K T

Company documents adjoined:

Insertions adjoined:

WHATEVER THE FORMALITY CONCERNED, ITEMS ON A **RED BACKGROUND** MUST BE FILLED IN, AND IF THE MODIFICATION RELATES TO AN ESTABLISHMENT, ITEMS ON A **BLACK BACKGROUND** MUST ALSO BE FILLED IN.

37359

(1)

IDENTIFICATION/Where applicable NEW IDENTIFICATION on 17 JUNE 1998

Name: ALSTOM FRANCE SA

Initials:

Registered Office (or in case of transfer, new registered office):
ADDRESS and where appropriate, the identity of the paying agent
(surname, forenames, or company name):

38 AVENUE KLEBER, 75116 PARIS

SIRET N°:

(1bis)

OLD IDENTIFICATION if changed

Name: GEC ALSTHOM SA

Initials:

(2)

Legal Form: SA (a form of joint stock company)

Main activities of the undertaking: ALL INDUSTRIAL, COMMERCIAL, MARITIME, FINANCIAL, REAL AND MOVABLE PROPERTY OPERATIONS IN FRANCE AND ABROAD IN THE FOLLOWING FIELDS:

Date Modified:

Number of employees of the business on the day of the formality:

240

(3)

COMMERCIAL NAME: GEC ALSTHOM = TO BE DELETED

CAPITAL: 2,633,440,600 F francs or foreign currency:

if the company has variable capital,

minimum capital: francs or foreign currency:

Date Modified: 17 JUNE 1998

Duration of the Body Corporate: years;

for a company required to publish annual accounts, END OF COMPANY FINANCIAL YEAR:

(4)

DIRECTORS, AUDITORS AND CONTROLLERS of a body corporate and **PARTNERS** fully and jointly responsible for company debts, **MEMBERS of the GIE, LIQUIDATORS**. Where applicable for the establishment described above, Person(s) having the power to engage the company by their signature (**AUTHORIZED REPRESENTATIVES**), **INDIVIDUAL PROPRIETORS OF THE FUNDS**

Surname: GOUNON Born: 25 APRIL 1953
Forenames: JACQUES Department: 94
or Company Name: At: CRETEIL
Position: DIRECTOR Nationality: FRENCH
Change? NEW Date of Modification: 17 JUNE 1998
Address: 3 RUE DE FRANQUEVILLE, 75116 PARIS

Surname: BILGER Born:
Forenames: JEAN-PIERRE Department:
or Company Name: At:
Position: DIRECTOR Nationality:
Change? LEAVING Date of Modification: 17 JUNE 1998
Address:

Surname: Born:
Forenames: Department:
or Company Name: At:
Position: Nationality:
Change? Date of Modification:
Address:

Is this list continued on a separate sheet? Yes [_] No [_]

(5)

In the event of **WINDING UP**: is the company continuing to operate for the purpose of liquidation? YES NO

In the **DIRECTORS** box, specify the references of liquidator(s). Give the title and the date of the legal announcement journal in which the nomination of the liquidators is/are published:
PA 26 JUNE 1998

(6)

In the event of the **REGISTERED OFFICE** being **TRANSFERRED** to the jurisdiction of "another" Trade Court, specify the REGISTRARS with whom any secondary registrations have been made:.....

Is this list continued on a separate sheet? Yes No

(7)

In the event of a **MODIFICATION** of **CAPITAL** due to a **MERGER** or to a **SPLIT** , specify the bodies corporate that participated in the operation (Names, legal form, registered office, RCS N°):

Is this list continued on a separate sheet? Yes No

(8)

(8bis)

IF THIS FORMALITY CONCERNS AN ESTABLISHMENT, THEN ITEMS ON A BLACK BACKGROUND MUST BE FILLED-IN

(9)

ESTABLISHMENT CONCERNED/ and where applicable, NEW IDENTIFICATION on:

ADDRESS: - if different from address of registered office (or of MAIN ESTABLISHMENT if the same as registered office), or new address in the event of a transfer:

SIRET No.

(9bis)

OLD ESTABLISHMENT in the event of a transfer:

OLD ADDRESS if changed by decision of the local Council:

ADDRESS:

in the event of a **TRANSFER** of the **REGISTERED OFFICE** or of an **ESTABLISHMENT**, SIRET No.:

If there are no longer any employees, date:

Is activity being maintained at the old registered office?

Yes No

(10)
So far as the enterprise is concerned, this establishment is:
CATEGORY (IES): new modified terminated
 registered office
TRADING STYLE (where applicable): main establishment secondary establishment

ANALYSIS OF THE MODIFICATION THAT HAS TAKEN PLACE

(11)
In the event of an establishment being OPENED, of a MODIFICATION
IN ITS MODE OF WORKING, or of ADDITIONAL ACTIVITY, state: date:
and ORIGIN:

<input type="checkbox"/> creation	<input type="checkbox"/> transfer of activity
<input type="checkbox"/> purchase	<input type="checkbox"/> investment
<input type="checkbox"/> take over after leasing the business	<input type="checkbox"/> taking on a business lease
	<input type="checkbox"/> other (specify).

Identity of PREVIOUS OPERATOR:
(surname, forenames, or company name)

RCS or SIREN No.:
Where applicable, date on which the Trade Register (RCS) entry of
previous operator was deleted or modified:
(may be filled-in by the Registrar)

In the event of PROPERTY being ACQUIRED (By PURCHASE or by
INVESTMENT) state the title and the date of the legal announcement
journal in which the assignment was published:

In the event of a BUSINESS LEASE BEING TAKEN ON, state duration of
the contract: from _____ to _____
and whether it is renewable tacitly: yes no

Identity of LESSOR of PROPERTY: surname, forenames, address or
company name, registered office

(12)
In the event of an establishment being CLOSED, of a MODIFICATION
IN ITS MODE OF WORKING, or of ACTIVITY CEASING, state: date:

and DESTINATION:

<input type="checkbox"/> disappearance	<input type="checkbox"/> transfer of activity
<input type="checkbox"/> sale	<input type="checkbox"/> investment
<input type="checkbox"/> taken back by owner	<input type="checkbox"/> leased as a business
<input type="checkbox"/> other (specify).	

Identity of BENEFICIARY:
surname, forenames, address or company name, registered office:

(13)
ACTIVITIES CARRIED OUT in said establishment on the date of this formality: (to be filled-in only if the establishment is new or if its activities have been modified).
|_ | permanent |_ | seasonal |_ | itinerant
following work:
|_ | beginning |_ | being modified |_ | ending

(14)
MAIN ACTIVITY:

SECONDARY ACTIVITIES:

(15)

(16)
Stamp of the INPI

Stamp of the
PARIS TRADE COURT
Filing No. 33028
26 June 1998

(17)
Any observations by the declarer, or any other modification(s):
date of the modification:

(18)
PERMANENT ADDRESS (for correspondence):

38 AVENUE KLEBER, 75116 PARIS

Tel No:

(19)
THE UNDERSIGNED: (family name, customary name, forenames, and if a representative, also specify status and address):
LES PETITES AFFICHES (JC), 2, RUE MONTESQUIEU, 75001 PARIS 10/N907.620

requests that this document shall constitute a request

for an ENTRY in the: RCS |X|, RM |_ |, RSAC |_ |, REBA |_ |,

or for a CANCELLATION in the: RCS |_ |, RM |_ |, RSAC |_ |, REBA |_ |,

and a declaration to the Tax Authorities, to the Social Security Bodies, to the Statistical Institute and, if ceasing to be an employer, to the Work Inspectorate and to the Unemployment Authorities.

Done at: Paris
on: 26 June 1998
Signature: (signature)

(A)

- For NEW or MAINTAINED, in the event of transfer of registered office to another registrar or another chamber of professions, state:

INDIVIDUALS (except liquidators): Date and place of birth, nationality and if director or partner is foreign: state references of residence permit or trading permit; for married partners, state date and place of marriage, type of marriage contract and any clauses applicable to third parties; for each member of the GIE, give the RCS and/or RM n°, and if they have married, name of spouse, date and place of marriage, type of marriage contract and any clauses applicable to third parties. In the case of a MANAGER and/or major partners of SARL, SCN or SCS in particular, attach a TNS document.

BODY CORPORATE: State legal name and forenames of the permanent secretary: For each member of the GIE give RCS and/or RM N°.

- For LEAVING: For a MANAGER or a major partner of SARL, SNC or SCS, state their date of birth.

This side for use by the Court Registrar only.

Registrar of the court at:
Registrar code:
Reference number:
RCS Register number:
Name:
Initials:

C O M P A N I E S A N D T R A D E R E G I S T E R

————— BODY CORPORATE —————

Registration: Primary Inscription: Addition
 Secondary Modified
Correction:
Deletion:

Date of arrival at Registrar's office:
Serial number in Registrar's office:

N O T E S

The Registrar and The National Institute for Industrial Property are the only parties authorized to deliver copies or extracts of the information which appears in the Companies and Trade Register, or of the Deeds which are filed in conjunction therewith, except struck of registrations which are communicated in the conditions set by the decree (of 24 September 1984) according to article 88 (decree n° 84-406 of 30 May 1984, Art 67).

Documentary Proofs:
Regulated activities: (Proof n° 24)
Date statutes filed:
Remarks by the Registrar:

The undersigned Registrar has verified that the accompanying declarations are in conformity with the proofs provided in application of the Rules, and has consequently proceeded with the above-indicated inscription:
Inscription dated: 26 JUNE 1998 - Stamp of the PARIS TRADE COURT
Certified by the Registrar:

Box reserved for the National Companies and Trade Register

*For certified true copy of the
National Companies and Trade Register*

PARIS

21 JUNE 2001

Stamp of the INPI

*For the Director General
of the National Institute of
Industrial Property
Department Head*

CHAMBER OF PROFESSIONS

IN:

This side reserved for use by the Chamber of Professions.

Management No.

Entry No. in RM

SIREN No.

NAME

R E G I S T E R O F P R O F E S S I O N S

Request for Entry

Record spouse as collaborator (Not bodies corporate)

Declaration of a modification

Request to be deleted

Request for mention of spouse to be deleted (Not bodies corporate)

INITIATION COURSE ON MANAGEMENT

(Article 2 of the Law of 23 December 1982)

Attestation issued on:

Exemption - Reason for exemption

Documentary evidence:

In the event of a DECISION of the PRESIDENT OF THE CHAMBER OF PROFESSIONS (Article 11 of the Decree of 10 June 1983)

Date request filed:

Request for additional information:

Requested information provided:

Deadline date on President's decision:

PRESIDENT'S DECISION:

report No.:

date:

Accepted

rejected

in the event of coming before the COMMISSION OF THE REGISTER OF PROFESSIONS (Articles 12 and 13 of the Decree of 10 June 1983)

Date of transmission to the Commission:

Date of Notification:

Payment of subscription (in FF)

Cash Bank Cheque Postal Cheque

Reference in Counterfoil Register

Publication from:

to:

Conformity of the accompanying declarations and the proofs provided in application of the Rules has been verified under our responsibility:

DATE OF ENTRY:

The President of the Chamber of Professions:

Box reserved for the National Companies and Trade Register

GREFFE DU TRIBUNAL DE COMMERCE DE PARIS

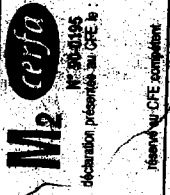
REGISTRE DU COMMERCE

DOSSIER CONTENANT PHOTOCOPIES CERTIFIEES CONFORMES

DELIVREE LE 6 NOV. 2001

LE GREFFIER ,





La Liasse est adressée dans son intégralité au CFE, elle est indisponible sauf cas particulier prévu par le décret n° 81-257 du 19/03/81 (à voir avec le CFE)

DECLARATION DE MODIFICATION

- de L'ENTREPRISE : IDENTIFICATION [] CARACTÉRISTIQUES [] DIRIGEANTS [x] TRANSFERT DE SIÈGE [] DISSOLUTION []
de L'ETABLISSEMENT : OUVERTURE [] IDENTIFICATION (N° COMPTES TRASPACT) [] DIRIGEANTS [x] ACTIVITÉS [] FERMETURE []

Autres modifications (à préciser, s'il y a lieu) : AUG. DE CAPITAL + SUPPRESSION NOM COMMERCIAL
NUMÉROS(S) DE L'IMMATRICULATION PRINCIPALE : PARIS (88B11001)
RCS : 347 951 238

QUELLE QUE SOIT LA FORMALITÉ, LES RUBRIQUES SUR FOND ROUGE DOIVENT OBLIGATOIREMENT ÊTRE REMPLIES ET SI LA MODIFICATION CONCERNE UN ÉTABLISSEMENT, LES RUBRIQUES SUR FOND NOIR DOIVENT AUSSI ÊTRE REMPLIES

IDENTIFICATION / et le cas échéant NOUVELLE IDENTIFICATION au : 17/06/1998
DÉNOMINATION : ALSTON FRANCE SA

SIÈGE (ou en cas de transfert, nouveau siège) : ADRESSE (compos s'il y a lieu, IDENTITÉ DU DOMICILIAIRE (Nom, Prénoms ou Dénomination) : 38 AV KLEBER 75116 PARIS
SIGLE :

FORME JURIDIQUE : SA

PRINCIPALES ACTIVITÉS DE L'ENTREPRISE : MOBILIÈRES ET IMMOBILIÈRES EN FRANCE ET A L'ÉTRANGER DANS LES DOMAINES : EFFICIFIS SAIRIE
NOM COMMERCIAL : GEC ALSTHOM = A SUPPRIMER

CAPITAL montant : 2 633 440 600 F.
DURÉE de la personne Morale : ans, en cas de société soumise à publicité annuelle de ses comptes, DATE DE CLOTURE de l'exercice social :
DIRIGEANTS et le cas échéant, ADMINISTRATEURS, COMMISSAIRES, AUX COMPTES et ASSOCIÉS tenus indéfiniment et solidairement des dettes sociales, MEMBRES DU GIE, LIQUIDATEURS, NOM Prénoms ou DÉNOMINATION : GOUNON JACQUES

DOMICILE ou ADRESSE DU SIÈGE : 3 RUE DE FRANQUEVILLE 75116 PARIS
NOM Prénoms ou DÉNOMINATION DU SIÈGE : ADM BILGER JEAN-PIERRE
CITY : CRETEIL

QUALITÉ ACQUISE ou NOUVELLE : ADM
NATIONALITÉ : FRANÇAISE

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

DATE de naissance : 25/04/53-94
DATE de naissance : 25/04/53-94

C7550 928527 9
M G U I D A 8 E F J K T
Doc. sociaux joints :

37389

SIREN

Régistre du Commerce et des Sociétés

REPÈRES DES MÉTIERS

RM

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

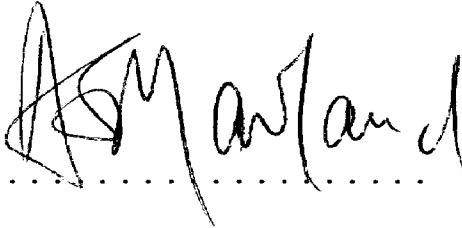
REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

REPÈRES DES MÉTIERS

I, Andrew Scott Marland, residing at 35, avenue Chevreul, 92270 Bois-Colombes, France, hereby certify that I am conversant with the French language and am a competent translator thereof into the English language, and that to the best of my knowledge and belief the following is a true and correct translation of the accompanying certificate concerning a change of company name.

Signed this 20th day of September 2001


.....
—