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01-11-2002

FORM PTO-1594



U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 07335.0999

To the Honorable Commissioner of Pat.

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ched original documents or copy thereof.

1. Name(s) of conveying party(ies):

- Pirelli Cable Corporation
- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- Other:



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

3. Nature of conveyance:

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

Execution Date: December 31, 1997

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

Name: Pirelli Cables and Systems LLC

Address: 710 Industrial Drive
Lexington, South Carolina 29072-3755

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other: Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative is attached: N/A Yes No

(Designation 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 Number(s):

B. Trademark Registration Number(s):

1,160,721
1,219,834
626,124

Additional numbers attached? Yes No

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

Name: Virginia L. Carron

Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$90.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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.

Virginia L. Carron

Name of person signing

Virginia L Carron
Signature

January 7, 2002
Date

Total number of pages including cover sheet, attachments and documents: 4

01/10/2002 TDIAZ1 00000282 1160721

01 FC:481 40.00 DP
02 FC:482 50.00 DP

TRADEMARK
REEL: 002419 FRAME: 0554

CERTIFICATE OF MERGER
OF
PIRELLI CABLE CORPORATION
INTO
PIRELLI CABLES AND SYSTEMS LLC

dated December 31, 1997

The undersigned limited liability company formed and existing under and by virtue of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq. (the "DLLC Act"),

DOES HEREBY CERTIFY:

FIRST: The name and jurisdiction of formation or organization of each of the constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
PIRELLI CABLE CORPORATION	Delaware
PIRELLI CABLES AND SYSTEMS LLC	Delaware

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged (i) by PIRELLI CABLE CORPORATION in accordance with Section 264(c), and by written consent of its sole stockholder in accordance with Section 228, of the General Corporation Law of the State of Delaware, 8 Del. C. § 101, et seq., and (ii) by PIRELLI CABLES AND SYSTEMS LLC in accordance with Section 18-209 of the DLLC Act.

THIRD: The name of the surviving Delaware limited liability company is PIRELLI CABLES AND SYSTEMS LLC.

FOURTH: The merger of PIRELLI CABLE CORPORATION into PIRELLI CABLES AND SYSTEMS LLC shall be effective at 5.00 p.m. Eastern Standard Time, on December 31, 1997.

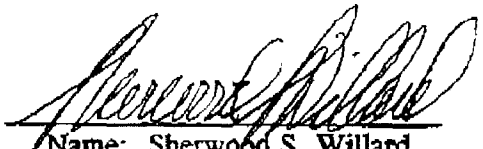
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FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving Delaware limited liability company. The address of the principal place of business of the surviving Delaware limited liability company is 246 Stoneridge Drive, Columbia, SC 29210.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving Delaware limited liability company, on request and without cost, to any member of PIRELLI CABLES AND SYSTEMS LLC or to any stockholder of PIRELLI CABLE CORPORATION.

PIRELLI CABLES AND SYSTEMS LLC

By: **PIRELLI NORTH AMERICA, INC.,**
its Member

By: 
Name: Sherwood S. Willard
Title: Vice President and
Secretary

State of Delaware
Office of the Secretary of State

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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 MERGER, WHICH MERGES:

"PIRELLI CABLE CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "PIRELLI CABLES AND SYSTEMS LLC" UNDER THE NAME OF "PIRELLI CABLES AND SYSTEMS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1997, AT 8 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1522477

DATE: 12-21-01

RECORDED: 01/08/2002

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