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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):

A.W. Faber-Castell GmbH & Co.

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

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

2. Name and address of receiving party(ies)

Name: Faber-Castell AG

Internal Address:

Street Address: Nuernberger Strasse 2

City: Stein State: Germany Zip: 90546

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other Change of Form and Name

Execution Date: 12/20/2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,060,468

Additional number(s) attached Yes No

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

Name: Sheri Rabiner-Gordon

Internal Address: Debevoise & Plimpton

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Sheri Rabiner-Gordon Name of Person Signing

Signature

03/20/03 Date

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

03/24/2003 ECOOPER 00000011 2060468

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

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FINANCE SECTION

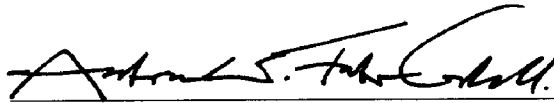
2003 MAR 20 PM 2:36

DESIGNATION OF DOMESTIC REPRESENTATIVE

The undersigned hereby designates Judith L. Church, Debevoise & Plimpton, 919 Third Avenue, New York, NY 10022, phone (212) 909-6000, fax (212) 909-6836, as its representative to receive all correspondence, including all notices or process in proceedings relating to or affecting the following trademark registrations:

Reg. No. 2,060,468

FABER-CASTELL AG



Count Anton W. von Faber-Castell  
Chairman and Chief Executive Officer

Date: March 12, 2003

"Express Mail" mailing label No. ETS4768088805  
Date of Deposit March 20, 2003

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.

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FÜRTH DISTRICT COURT (Bavaria)		Authorised photocopy				Sheet 1	HRB 8213
Entry No.	a) Company Registered office b) Object of the enterprise	Share capital or registered capital Euro	Board Personally liable shareholders Directors Liquidators	Prokura (= authorised signatories)	Legal status	a) Date of entry and signature b) 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.	3 20,000,000.—	4 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, Cadolzburg	5 Joint power of representation: Stechele Hermann, d.o.b. 14.03.1953, Gersthofen 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 Prokurist.	6 Aktiengesellschaft [ptlc], 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.  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 Prokurist. 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].  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.	7 a) 20 December 2000 b) Articles of Association see Sheet 21 ff. SoB Nürnberger Strasse 2	
	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	

Amtsgericht Fürth (Bay.)		Beglaubigte Fotokopie		Rechtsverhältnisse		a) Tag der Eintragung und Unterschrift b) Bemerkungen		
Nr. der Eintragung	1	2	3	4	5	6	7	
a) Firma b) Sitz c) Gegenstand des Unternehmens	Grund- oder Stammkapital Euro	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura					
1	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: Stechele Hermann, geb. 14.03.1953, Gersthofen Teuber Bernhard J., geb. 02.08.1941, Nürnberg Stünzendorfer Werner, geb. 20.04.1949, Rötital Steigerwald Claus, geb. 29.01.1949, Oberasbach  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 Umwandlungsbeschl. 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.				20. Dezember 2000
				Die Übereinstimmung dieser Fotokopie mit dem Handelsregister wird bezeugt. Fotokopie schwarz, aus fototechnischen Gründen oft aber nur undeutlich. Fürth/Bay., 22. JAN. 2001 Amtsgericht Fürth - Registergericht  als Urk.-Beamt. d. Geschäftsstelle AZAL, JANG				
				"Express Mail" mailing label No. <u>ETS547680</u> Date of Deposit <u>March 20, 2003</u> I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.110 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231.  <u>Beth Akers</u> (Type or printed name of person mailing paper or fee) <u>Beth Akers</u> (Signature of person mailing paper or fee)				

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