

FORM PTO-1594
(Rev. 6/93)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Attorney's Docket No. 033670-051/271

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

1. Name of conveying party(ies):

Valenite Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other: conversion and change of name

Execution Date: December 31, 2003

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

Name: Valenite, LLC
Address: 31700 Research Park Drive
Madison Heights, Michigan 48071
United States

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited liability corporation of Delaware

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)

Serial No. 76/521,603 (Mark: PROGRIP; filed: 06/10/03)
Serial No. 76/528,498 (Mark: VALEDGE; filed: 07/02/03)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Adrienne L. White, Esq.
Address: BURNS, DOANE, SWECKER & MATHIS, L.L.P.
P.O. Box 1404
Alexandria, Virginia 22313-1404

6. Total number of application and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Authorized to be charged to deposit account, if necessary.

8. Deposit account number:

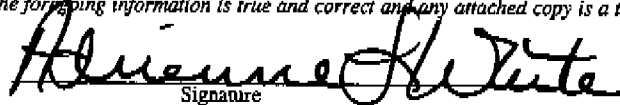
02-4800

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.

Adrienne L. White
Name of Person Signing


Signature

1/22/04
Date

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

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK

REEL: 002781 FRAME: 0284

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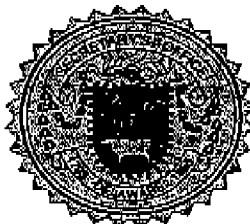
CHI \$66.00 02-4800 76621603

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "VALENITE INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VALENITE INC." TO "VALENITE, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 12:35 O'CLOCK P.M.



Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2877609

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040035944

DATE: 01/16/04 TRADEMARK

REEL: 002781 FRAME: 0285

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266 OF THE
GENERAL CORPORATION LAW OF THE STATE OF DELAWARE**

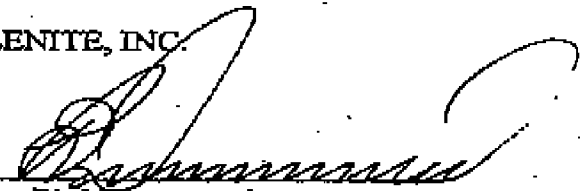
1. The name of the corporation is Valenite Inc.
2. The date on which the original Certificate of Incorporation was filed with the Secretary of State was November 22, 1983, under the name of GTEPCT Corporation.
3. The name of the limited liability company into which the corporation is herein being converted is Valenite, LLC.
4. The conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.

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*State of Delaware
Secretary of State
Division of Corporations
Delivered 03:25 PM 12/31/2003
FILED 12:35 PM 12/31/2003
SRV 030846984 - 2021794 FILE*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 31st day of December, 2003.

VALENITE, INC.



By:
Name: Rob Drummond
Title: President