

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wartner B.V.		01/02/2002	CORPORATION: NETHERLANDS

RECEIVING PARTY DATA

Name:	Wartner Holding B.V.
Street Address:	Europark 20, 4904 SX
City:	Oosterhout
State/Country:	NETHERLANDS
Entity Type:	CORPORATION: NETHERLANDS

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2377081	WARTNER
Registration Number:	2739843	WARTNER PRO

CORRESPONDENCE DATA

Fax Number: (319)365-8443
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 319-365-9461
 Email: deanna@shuttleworthlaw.com
 Correspondent Name: Robert W. Hoke
 Address Line 1: 115 3rd Street SE, Suite 500
 Address Line 2: P.O. Box 2107
 Address Line 4: Cedar Rapids, IOWA 52406

ATTORNEY DOCKET NUMBER:	11407-1
-------------------------	---------

DOMESTIC REPRESENTATIVE

Name: Robert W. Hoke
 Address Line 1: 115 3rd Street SE, Suite 500
 Address Line 2: P.O. Box 2107
 Address Line 4: Cedar Rapids, IOWA 52406

OP \$65.00 2377081

NAME OF SUBMITTER:

Robert W. Hoke

Total Attachments: 4

source=Articles of Amend - pg 1#page1.tif

source=Articles of Amend - pg 2#page1.tif

source=Articles of Amend - pg 3#page1.tif

source=Articles of Amend - pg 4#page1.tif



[Certified translation from Dutch]

AMENDMENT TO THE ARTICLES OF ASSOCIATION

On this second day of January in the year two thousand and two, there appeared before me, Hendrik Gerrit Verhoeka, a civil law notary practising at Culemborg [the Netherlands]: Ms Elisabeth Catharina Maria Jansen-van der Kleij, employed at the office of the undersigned civil law notary at Rinkespad 1, 4105 DN Culemborg, born at Maasdriel [the Netherlands] on the tenth day of November nineteen hundred and fifty-five, for the purposes hereof acting as an attorney-in-fact duly authorized in writing to represent:

Mr HENRICUS JOHANNES JOZEF DOKMAN, residing at Groenekruislaan 3, 3319 RH Dordrecht [the Netherlands], born at Dordrecht on the eighteenth day of August nineteen hundred and fifty-eight, holder of a driving licence bearing the number 3150920880, not married, who granted the power of attorney in his capacity as a Director independently authorized to represent:

H.J.J. DOKMAN B.V., a private limited company under Netherlands law, having its corporate seat at Oosterhout [the Netherlands] and its office address at Europark 20, 4904 SX Oosterhout, listed in the Trade Register under number 20083939, which company, in turn, acts in its capacity as a Director independently authorized to represent: DOKMAN EN RUIZENDAAL B.V., a private limited company under Netherlands law, having its corporate seat at Oosterhout and its office address at Europark 20, 4904 SX Oosterhout, listed in the Trade Register under number 20083349, which company, in turn, acts as a Director independently authorized to represent:

WARTNER B.V., a private limited company under Netherlands law, having its corporate seat at Amsterdam [the Netherlands] and its office address at Europark 20, 4904 SX Oosterhout, ministerial clearance certificate number B.V. 447.230, listed in the Trade Register under number 33292876, hereinafter referred to as: "the Company".

POWER OF ATTORNEY

The aforesaid authorization is evidenced by a private power of attorney which shall be attached to this deed.

I, civil law notary, am satisfied of the existence of the power of attorney.

PREAMBLE

The person appearing, acting in her aforesaid capacity, stated the following:

- a. The Company was incorporated by a deed executed on the seventeenth day of December nineteen hundred and ninety-two before J.H.J. Woolhuis, at the time a civil law notary at Nijmegen [the Netherlands]; the ministerial clearance certificate was issued by the Ministry of Justice in respect of the draft of that deed, by an order

2000240 / 2001072 / MD / MD

Vertaalbureau All-Round® • Postbus 17183 • NL 2502 CD The Hague • www.nz-translations.com





-2-11

dated the second day of December nineteen hundred and ninety-two, number B.V. 447.230.

- b. The Company's Articles of Association were amended most recently by a deed executed on the tenth day of May two thousand and one before a deputy of J.D.M. Schoonbrood, a civil law notary at Rotterdam [the Netherlands]; the ministerial clearance certificate was issued by the Ministry of Justice in respect of the draft of that deed, by an order dated the twenty-sixth day of February two thousand and one, number B.V. 447.230.
- c. The Company's Articles of Association have not been amended since then.
- d. As is evident from a shareholders' resolution passed on the first day of November two thousand and one, a copy of which has been attached to this deed, it has been decided to amend this Company's Articles of Association in part, in accordance with a draft deed submitted to the shareholders.

In implementing the aforesaid resolution, the person appearing, acting in her aforesaid capacity, declared that the Articles of Association are amended as follows, with effect from the day after today:

1. Article 1 of the Articles of Association has been amended and shall henceforth read as follows:

"Name, Seat.

ARTICLE 1

The name of the Company is: Wartner Holding B.V.

The Company has its corporate seat at Amsterdam."

2. Article 2 of the Articles of Association has been amended and shall henceforth read as follows:

"Objects.

ARTICLE 2

- a. to administer, manage, commercially exploit, operate, lease, lease out, purchase and sell securities, real property and all other financial assets, and to make investments of any type;
- b. to participate in and/or to manage other businesses;
- c. the Company may, furthermore, grant loans and perform acts relating or conducive to the foregoing in the broadest sense of the word;
- d. to acquire and/or exploit intellectual and/or industrial property rights, to acquire and exploit (sub)licences, patents, processes and/or permits;
- e. to grant loans with a view to the taking up of shares in the Company's capital or depositary receipts therefor, up to an amount not exceeding the amount of the distributable reserves;
- f. to lend and borrow funds, either secured by a mortgage or otherwise; to provide security and to guarantee third-party debts, including the provision of security in the form of a mortgage on property belonging to the Company for debts to third





-3- [handwritten initials]

parties incurred by one or more of its sister companies or subsidiaries, or for third-party debts, debts of (other) natural persons or legal entities; and to bind itself as joint and several debtor or as surety or guarantor for such debts.

- g. The Company may, furthermore, perform any acts relating to these objects in the broadest sense, either at its own expense or at the expense of third parties.

MINISTERIAL CLEARANCE CERTIFICATE

The certificate referred to in Section 235, Book 2 of the Netherlands Civil Code was issued in respect of the draft of this deed on the thirteenth day of November two thousand and one, number B.V. 447.230, which certificate shall be attached hereto.

ANNEXES

Five (5) documents have been attached to this deed, viz.:

1. three copies of the shareholders' resolution;
2. the ministerial clearance certificate and a power of attorney.

The person appearing is known to me, civil law notary.

IN WITNESS WHEREOF THE ABOVE CONSTITUTES LEGAL PUBLICATION.

This deed was executed at Culemborg on the day and in the year first above written.

The sum and substance of the deed was stated and explained to the person appearing.

The person appearing declared that she did not require the deed to be read out in its entirety, that she had received a draft deed in good time prior to the execution of this deed, that she had taken cognizance of the contents of the deed and that she had been advised of the consequences ensuing therefrom for the parties.

This deed was read out in part and signed immediately thereafter, first by the person appearing and then by me, civil law notary.

(the signatures appear underneath the original deed)

CERTIFIED TRUE COPY

[signature]

[stamp:]

H.G. Verhoeks
civil law notary at Culemborg



2000240 / 2001072 / MD / MD

Vestaalbureau All-Round® • Postbus 17183 • NL 2502 CD The Hague • www.ar-translations.com





[Handwritten signature]

FULL TEXT

of the Articles of Association of
WARTNER HOLDING B.V.

a private limited company under Netherlands law, having its corporate seat at Amsterdam
(formerly named: Wartner B.V.)

The Company's Articles of Association were amended by a deed executed on 2 January 2002 before H.G. Verhoeks, a civil law notary practising at Culemborg; the ministerial clearance certificate was issued by the Ministry of Justice in respect of the draft of that deed, by an order dated 13 November 2001, number B.V. 447.230.

