

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Youngflex AG

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

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

2. Name and address of receiving party(ies)

Name: L&P Swiss Holding Company

Internal

Address: Gruntalstrasse 23

Street Address: 9303 Wittenbach, St. Gallen

City: Switzerland State: _____ Zip: _____

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

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

3. Nature of conveyance:

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

Execution Date: June 24, 1999

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 982,230 and
1,036,442

Additional number(s) attached Yes No

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

Name: John D. Poffenberger, Esq.

Internal Address: WOOD, HERRON & EVANS, LLP

Street Address: 2700 Carew Tower

City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-3000

DO NOT USE THIS SPACE

9. Signature.

J. Dwight Poffenberger, Jr., Esq. RN 35,324

Name of Person Signing

J. Dwight Poffenberger Jr.
Signature

April 15, 2004
Date

Total number of pages including cover sheet, attachments, and document: 15

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

CIH \$65.00 233000 0982230

Serial No.: 72/401,437
Registration No.: 982,230
Issued: April 16, 1974
Applicant: L&P Swiss Holding Company
For the Mark: SPUHL

Cincinnati, Ohio 45202

Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3514

Sir:

DESIGNATION OF DOMESTIC REPRESENTATIVE

JOHN D. POFFENBERGER, whose postal address is Wood, Herron & Evans, L.L.P., 2700 Carew Tower, Cincinnati, Ohio 45202, is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

L&P SWISS HOLDING COMPANY

By: 
Walter Eisenhut

Title: Director

APR. 14. 2004 4:33PM 513 241 5234

NO. 2534 P. 5

Serial No.: 72/459,353
 Registration No.: 1,036,442
 Issued: March 23, 1976
 Applicant: L&P Swiss Holding Company
 For the Mark: MISCELLANEOUS DESIGN (Spiral)

Cincinnati, Ohio 45202


Commissioner for Trademarks
 2900 Crystal Drive
 Arlington, Virginia 22202-3514

Sir:

DESIGNATION OF DOMESTIC REPRESENTATIVE

JOHN D. POFFENBERGER, whose postal address is Wood, Herron & Evans, L.L.P., 2700 Carew Tower, Cincinnati, Ohio 45202, is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

L&P SWISS HOLDING COMPANY

By: 

 Walter Eisenhut

Title: Director

Youngflex AG merger of merged with Swiss Holding Co.

PUBLIC DEED

of the

Resolutions of the extraordinary Shareholders' Meeting

regarding ...various changes of the Articles of Incorporation...

of

Youngflex Ltd.

domiciled in Zug

as of 24 June 1999

Today, in the office and in presence of the undersigned Civil Law Notary of the Canton of Zug, Franziska Fisch, Attorney-At-Law, Baarerstrasse 8, 6301 Zug, it has been held an extraordinary shareholders' meeting of the company mentioned above. Pursuant to the Swiss Code of Obligations, the following minutes have been taken thereof:

Shareholders' Meeting

I. Determinations

Mr Dieter Dubs, born 19 November 1965, from Affoltern am Albis, resident in Zurich, opens the meeting in the name and on behalf of the shareholders and takes the chair ad hoc. At the same time, he will act as Secretary and Scrutineer.

The Chairperson states that

- Neither a member of a corporate body nor another dependent person has been proposed as a proxy pursuant to Art. 689c CO, and there are no deposit-representatives exercising membership rights pursuant to Art. 689d CO;
- the company's total share capital of CHF 1'100'000.-- is represented;
- today's shareholder meeting is constituted as a universal meeting and able to take resolutions pursuant to Art. 701 CO.

There is no opposition against this determination.

III. Various Changes of the Articles of Incorporation

Upon request of the Chairperson, the shareholders' meeting resolves as follows:

1. The name of the company will be changed to "L&P Swiss Holdings Company". Section 1 of the Articles of Incorporation will read as follows:

Sect. 1

"Under the name of

L&P Swiss Holding Company

a corporation with domicile in Zug is incorporated pursuant to the Swiss Code of Obligations."

The Chairperson closes the meeting after having ascertained that all the shares were represented during the entire shareholders' meeting.

Zug, 24 June 1999

The Chairperson and Secretary:

Dieter Dubs

CERTIFICATION

The undersigned, Salvatore IACANGELO, lawyer at Bär & Karrer, Seefeldstrasse 19, 8024 Zurich (Switzerland), herewith confirms that the enclosed English translation is to the best of his knowledge true and correct and in conformity to the German original document as also attached.

Zurich, 7 October 2002

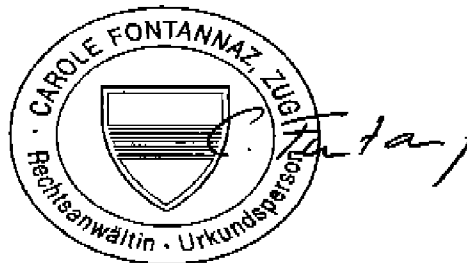

.....
Salvatore Iacangelo

AMTLICHE BEGLAUBIGUNG

Die unterzeichnete Urkundsperson des Kantons Zug, Carole Fontannaz, Rechtsanwältin, Baarerstrasse 8, 6301 Zug, beglaubigt hiermit die Echtheit der Unterschrift des ihr persönlich bekannten Herrn Salvatore Iacangelo, geb. 21. November 1975, von und in Aarau AG.

Zug, 10. Oktober 2002

Die Urkundsperson:



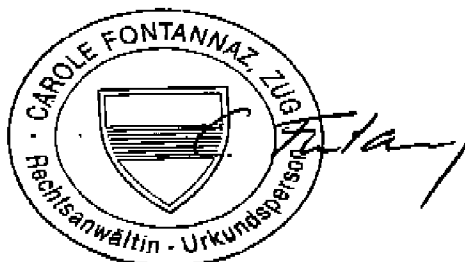
Carole Fontannaz

OFFICIAL LEGALIZATION

The undersigned Civil Law Notary of the canton of Zug, Carole Fontannaz, Attorney-at-Law, Baarerstrasse 8, 6301 Zug/Switzerland, herewith certifies the authenticity of the signature of Mr Salvatore Iacangelo, born 21 November 1975, Swiss citizen from Aarau AG, in CH-5000 Aarau, who is personally known to her.

Zug, 10 October 2002

The Civil Law Notary:



Carole Fontannaz

APOSTILLE
(Convention de la Haye du 5 octobre 1961)

1. Land: Schweizerische Eidgenossenschaft, Kanton Zug
Country: Swiss Confederation, Canton of Zug
Diese öffentliche Urkunde / This public document

2. Ist unterschrieben von Carole Fontannaz
has been signed by

3. in seiner Eigenschaft als Notary Public
acting in the capacity of

4. Sie ist versehen mit dem Stempel / Siegel des (der) bears the stamp / seal of
..... Notary Public

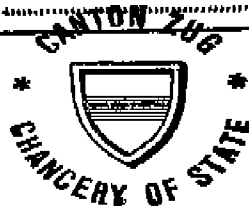
5. In / la 6301 Zug / 6301 Zug Bestätigt / Certified 10 October 2002
6. am / the

7. durch die Staatskanzlei des Kantons Zug
by Chancery of State of the Canton of Zug

8. unter / under Nr. 5114/02

9. Stempel / Siegel / Stamp / Seal 10. Unterschrift / Signature
..... H. Steiner

Hildegard Steiner



ÖFFENTLICHE URKUNDE

über die

Beschlüsse der ausserordentlichen Generalversammlung

betreffend verschiedener Statutenänderungen ...

der

Youngflex AG

mit Sitz in Zug

vom 24. Juni 1999

In der Kanzlei und im Beisein der unterzeichneten öffentlichen Urkundsperson des Kantons Zug, Franziska Fisch, Rechtsanwältin, Baarerstrasse 8, 6301 Zug, hat heute eine ausserordentliche Generalversammlung der oben erwähnten Gesellschaft stattgefunden. Über deren Beschlüsse wird nach den Bestimmungen des Schweizerischen Obligationenrechts (OR) folgendes protokolliert:


TRADEMARK

REEL: 002832 FRAME: 0434

Generalversammlung

I. FESTSTELLUNGEN

Herr Dieter Dubs, geboren am 19. November 1965, von Affoltern am Albis, in Zürich, eröffnet namens und im Auftrag der Aktionäre als Vorsitzender ad hoc die Versammlung. Er amtiert gleichzeitig als Protokollführer und Stimmzähler.

Der Vorsitzende stellt fest:

- es sind weder Organvertreter noch andere abhängige Stimmrechtsvertreter im Sinne von Art. 689c OR vorgeschlagen, noch üben Depotvertreter im Sinne von Art. 689d OR Mitwirkungsrechte aus;
- das gesamte Aktienkapital der Gesellschaft von CHF 1'100'000 ist vertreten;
- die heutige Generalversammlung ist als Universalversammlung im Sinne von Art. 701 OR konstituiert und beschlussfähig.

Gegen diese Feststellung wird kein Widerspruch erhoben.

.....

III. VERSCHIEDENE STATUTENÄNDERUNGEN

Auf Antrag des Vorsitzenden beschliesst die Generalversammlung einstimmig:

1. Die Firma der Gesellschaft wird in „*L&P Swiss Holding Company*“ geändert. Art. 1 der Statuten lautet neu wie folgt:

Art. 1

„Unter der Firma

L&P Swiss Holding Company

*besteht eine Aktiengesellschaft gemäss den Bestimmungen
des Schweizerischen Obligationenrechts mit Sitz in Zug.“*

.....

Der Vorsitzende schliesst die Versammlung mit der Feststellung, dass sämtliche Aktien während der ganzen Dauer der ordentlichen Generalversammlung vertreten waren.

Zug, 24. Juni 1999

Der Vorsitzende und Protokollführer:

Dieter Dubs

OFFICIAL LEGALIZATION

The undersigned Civil Law Notary of the canton of Zug, Markus Schnurrenberger, Attorney-at-Law, Baarerstrasse 8, 6301 Zug/Switzerland, herewith certifies this document to be a true excerpt from the original under public deed, dated 24 June 1999.

Zug, 4 October 2002

The Civil Law Notary:

APOSTILLE
(Convention de la Haye du 5 octobre 1961)

1. Land: Schweizerische Eidgenossenschaft, Kanton Zug
Country: Swiss Confederation, Canton of Zug
Diese öffentliche Urkunde / This public document

2. Ist unterschrieben von *Markus Schnurrenberger*
has been signed by

3. in seiner Eigenschaft als *Rechtsanwalt*
acting in the capacity of

4. Sie ist versehen mit dem Stempel / Siegel des (der) *Rechtsanwalts Markus Schnurrenberger*
bears the stamp / seal of

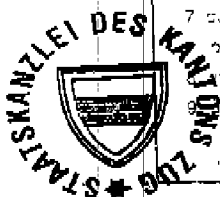
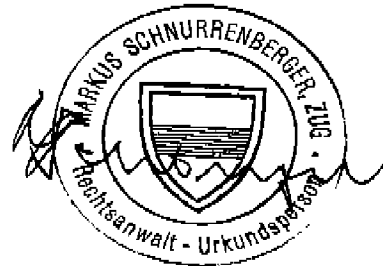
Bestätigt / Certified: **4. Okt. 2002**

5. in / to 6301 Zug / 6301 Zug 6. am / the

7. durch die Staatskanzlei des Kantons Zug
by Chancery of State of the Canton of Zug

8. unter / under Nr. *5055102*

9. Stempel / Siegel / Stamp / Seal 10. Unterschrift / Signature
[Signature]



Rolf Hen

Handelsregisteramt
 Oberer Graben 26, 9001 St.Gallen
 Telefon 071 229 37 24/32, Fax 071 229 46 60



Justiz- und Polizeidepartement
 des Kantons St.Gallen

Certificate of Registration and Change

To whom it may concern

I, Dr.iur. Clemens Meisterhans, actg. Registrar of Companies of the Canton St. Gallen, do hereby certify, pursuant to the Code of Obligations art. 640 ff. that all the requisitions of the said Law in respect of registration were complied with by

L&P Swiss Holding Company

having its main residence in Wittenbach, Switzerland, Grüntalstrasse 23, 9303 Wittenbach, an Exempted Company formed in Switzerland on March 29th, 1958.

Pursuant to the registration with the Commercial Register Office of the Canton Geneva this company was registered on March 29th, 1958 as **Youngflex SA**, and main residence in Geneva, Switzerland, c/o Eric et Michel Sandoz, avocats, 11, rue d'Italie, Genève.

On October 3rd, 1968 (Swiss Official Gazette of Commerce (SOGC), October 14th, 1968, p. 2217), the company residence moved to c/o Max Hottinger & Fils, 1, rue de Rive, Genève.

Pursuant to the registration with the Commercial Register Office of the Canton Fribourg the main residence of the company has been moved to Fribourg, Switzerland, on September 12th, 1969 (Swiss Official Gazette of Commerce (SOGC), no. 233, October 6th, 1969, p. 5215), to c/o Me J.A. Andrey, notaire, 4, Bd de Pérolles, Fribourg.

On May 19th, 1987 (Swiss Official Gazette of Commerce (SOGC), no. 124, June 2nd, 1987, p. 2212), the company residence moved to 32, Rue de Lausanne, Fribourg.

On November 10th, 1992 (Swiss Official Gazette of Commerce (SOGC), no. 227, November 23rd, 1992, p. 5458), the company residence moved to 1, Rue Hans-Fries, Fribourg.

Pursuant to the registration with the Commercial Register of the Canton Zug the main residence of the company has been moved to Zug, Switzerland, on July 28th, 1994 (Swiss Official Gazette of Commerce (SOGC), no. 226, November 21st, 1994, p. 6350), c/o Markus Schnurrenberger, Bundesplatz 12, 6300 Zug and the company name changed to **Youngflex AG**.

On September 11th, 1995 (Swiss Official Gazette of Commerce (SOGC) no. 182, September 20th, 1995, p. 5215), the company moved to c/o Markus Schnurrenberger, Baarerstrasse 8, 6300 Zug.

On June 30th, 1999 (Swiss Official Gazette of Commerce (SOGC) no. 128, July 6th, 1999, p. 4568), the company name changed to **L&P Swiss Holding Company**.

Pursuant to the registration with the Commercial Register of the Canton St. Gallen the main residence of the company has been moved to Wittenbach, Switzerland, on August 11th, 1999 (SOGC no. 196, October 8th, 1999, p. 6911), Grüntalstrasse 23, 9303 Wittenbach.

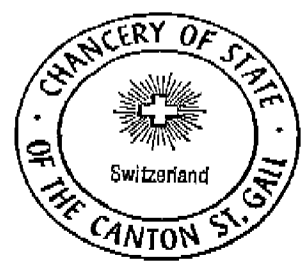
The company still exists under the laws of Switzerland.

Given under my hand and seal
St. Gallen, October 8th, 2002

THE COMMERCIAL REGISTER
of The Canton St. Gallen
Registrar of Companies:



Dr. jur. C. Meisterhans



Handelsregister des Kantons St. Gallen - Hauptregister

Registration no	Legal status	Entry	Cancelled	Carried from:	1
03.019.403-9	Limited or Corporation	04.10.1999		on:	

any inscriptions

In	Ca	Business name	Ref	Legal seat
0		L&P Swiss Holding Company	0	so far in Zug
			1	Wittenbach

Ref	Share capital (CHF)	Paid-in (CHF)	Shares	Ref	Company address
0	7'300'000.--	7'300'000.--	14'500 Namenaktien zu CHF 500.--	0	e/o Markus Schürrenberger Baarstrasse 8 6300 Zug

Ref	Part. capital (CHF)	Paid-in (CHF)	Participation certificates	1	Grüntalstrasse 23 9303 Wittenbach
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In	Ca	Purpose	Ref
0		Halten von Beteiligungen in der Schweiz für die international tätige L&P Gruppe auf dem Gebiet der industriellen Produktion und des Handels mit industriellen Erzeugnissen; kann Immaterialgüterrechte erwerben und Finanzgeschäfte aller Art tätigen, sich an Unternehmungen der gleichen und verwandten Branchen beteiligen sowie Grundeigentum erwerben, verwalten und veräussern.	

In	Ca	Remarks	Ref	Date of the acts
0		Die vor der Eintragung im Handelsregister des Kantons St. Gallen gestrichenen Tatsachen, sowie allfällige frühere Statutendaten oder Tagebuch- und SHAB-Zitate können im Registerauszug des bisherigen Sitzes, welcher bei den abgelegten Handelsregisterakten liegt, eingesehen werden.	0	22.07.1994
			1	11.08.1999

In	Ca	Qualified facts	Ref	Official publication
0		Fusion: Aktiven und Passiven der "Pullmaflex Holding SA", in Zug, infolge Fusion gemäss Bilanz per 31.12.1993 nach Massgabe von Art. 748 OR. Die übernehmende Gesellschaft ist Eigentümerin der Aktien der übernommenen Gesellschaft.	0	SHAB
0		Fusion: Aktiven und Passiven der "Spring-Invest SA", in Fribourg, infolge Fusion gemäss Bilanz per 31.12.1993 nach Massgabe von Art. 748 OR. Die übernehmende Gesellschaft ist Eigentümerin der Aktien der übernommenen Gesellschaft.		
0		Fusion: Übernahme der Aktiven von CHF 100'476.-- und der Passiven von CHF 600.-- der "Suplom Ltd.", in Fribourg, gemäss Bilanz per 31.12.1994 und Fusionsvertrag vom 31.10.1995 nach Massgabe von Art. 748 OR. Da die übernehmende Gesellschaft Eigentümerin sämtlicher Aktien der übernommenen Gesellschaft ist, findet keine Kapitalerhöhung statt.		
0		Fusion: Übernahme der Aktiven von CHF 33'019'000.-- und der Passiven von CHF 9'074'000.-- der "Spühl Holding AG", in Zug, gemäss Bilanz per 31.12.1999 und Fusionsvertrag vom 15./24.06.1999 nach Massgabe von Art. 748 OR. Für den Aktivüberschuss von CHF 23'945'000.-- erhalten die Aktionäre der "Spühl Holding AG" 12'400 Namenaktien zu CHF 500.-- der Youngflex AG (neu L&P Swiss Holding Company).		

In	Ca	Branch offices	In	Ca	Branch offices	In	Ca	Branch offices	In	Ca	Branch offices
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Vis	Ref	No-journal	Date	STRJ	Date STRJ	Page	Vis	Ref	No-journal	Date	STRJ	Date STRJ	Page
	0		(Sitzverlegung)		(Sitzverlegung)		FK	3	8168	08.11.2001	221	14.11.2001	8959
MH	1	6421	04.10.1999	196	08.10.1999	6911							
LU	2	8251	29.11.2000	237	05.12.2000	9276							

Leg: P = President of the board
 VP = Vicepresident of the board
 Del = Delegated of the board
 M = Member of the board
 S = Secretary of the board
 Liq = Liquidator
 GD = Generaldirector
 D = Director
 VD = Vicedirector
 Man = Manager
 r.t = restricted to
 MO = Main office
 BO = Branch office
 ER = Signature rights
 SS = Single signature
 JS = Joined signature
 SA = Single agent signature
 JA = Joint agent signature
 Ass = assistant

In	Mod	Can	Personalities	Function	Signature
0		1m	Eisenhut, Walter, von Gais, in Kronbühl (Wittenbach)	president	GG
0			Stupp, Eric, von Basel, in Herliberg	member	JS at two
0		2	PrisewaterhouseCoopers AG, in Zug	office of revision	
1			Wells, Thomas J., Bürger der USA, in Carthage (USA)	president	JS at two
1			Consoni, Rete, von Horn, in Horn	vicepresident	JS at two
1		1	Eisenhut, Walter, von Gais, in Kronbühl (Wittenbach)	member	JS at two
1			Jett, Ernest C., Bürger der USA, in Joplin (USA)	member	JS at two

Handelsregister des Kantons St. Gallen - Hauptregister

CH-170.3.019.403-9	L&P Swiss Holding Company	Wittenbach	2
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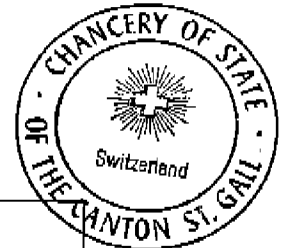
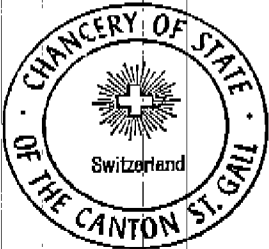
Every inscriptions

Inns	Mod	Can	Personalities	Function	Signature
2			PricewaterhouseCoopers AG, in St. Gallen		
3			Gschwend, Walter, von St. Gallen, in St. Gallen	office of revision	JA at two

St. Gallen, 08.10.2002 08:52

This extract from the Cantonal Registry Office is not valid without the original authentication on the left. The extract contains all currently valid entries for the company in question as well as any entries deleted since the date of 04.10.1999. On special request it is also possible to provide an extract containing all currently valid entries only.

Kopie beglaubigt
08. Okt. 2002
 Der Registeramt



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: Swiss Confederation, Canton of St. Gall
This public document
2. has been signed by Dr.iur. Clemens Meisterhans
3. acting in the capacity of Registrar of Companies
4. bears the seal/stamp of
Handelsregisteramt Kanton St. Gallen (The Commercial Register of the Canton St. Gallen)

Certified

5. at St. Gall
6. the 10th October 2002
7. by Marlies Rutishauser,
legalizing officer of the Chancery of State of the Canton of St. Gall
8. No. 1686
9. Seal/stamp
10. Signature

Rutishauser

