

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. 024001-464

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) Association
 General Partnership Limited Partnership
 Corporation of Delaware

Other:

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name

Other: conversion and change of name

Execution Date: December 31, 2003

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

A. Trademark Application No.(s)
See attached Schedule A

B. Trademark Registration No.(s)
See attached Schedule B

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: 48

7. Total fee (37 CFR 3.41): \$ 1,215.00

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

Adrienne L. White
Signature

4/16/04
Date

Total number of pages including cover sheet, attachments, and document: 6

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

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

CH \$1215.00 024800 76482857

SCHEDULE A APPLICATIONS

APPLICATION NUMBER	MARK
76/482,857	VALMILL
76/482,853	VALGROOVE
76/482,854	VALDRILL
76/482,855	VALADVANCED
76/482,856	VALTHREAD
76/474,071	STEPPER MASTER
76/474,072	SERVO MASTER
76/519,953	VALTURN
76/521,603	PROGRIP
76/521,602	QUICK SELECTION CUTTING PERFECCION

SCHEDULE B REGISTRATIONS

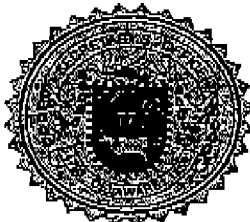
REGISTRATION NUMBER	MARK
1,848,982	VCUT PLUS
1,839,848	VCUT PLUS & Design
1,564,189	VAL-U-MIL
1,727,030	CENTRE-DEX
1,499,241	VARI SET
710,144	WALMET
2,590,930	SPECTRAMILL
2,612,619	SPECTRADRILL
1,223,941	DE-VI-BAR
763,414	VALENITE E-Z SET
781,734	FLEX-A-DEX
800,289	HI FEED and Design
2,382,587	SPECTRATURN
1,780,029	MASTERMILL
1,876,343	MAX FEED
642,591	MODCO
2,587,138	VALCHECK
2,635,222	SPECTRATHREAD
1,926,245	TURN TECH
2,048,737	VNT
1,640,273	VALENITE
2,150,013	VALENITE
1,891,954	ECON-O-GROOVE
1,960,709	VALCOOL
1,998,330	VAL-U-CLEAN
1,998,331	VAL-U-ADD
2,320,855	VAL-U-EDGE
2,062,859	AEROTECH
1,880,394	ECONOMIZER
1,663,956	VIN
1,978,811	V-THREAD
1,609,577	RIGIDEX
1,957,489	RIPPER
1,436,217	WALMET
716,081	KAMSET
2,109,112	VALTAP
1,797,527	MINI-MILLS
2,207,953	V-LOC

Delaware

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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.



2021794 8100V

040035944

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2877609

TRADEMARK
DATE: 01-20-04
REEL: 002833 FRAME: 0492

**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: Rod Drummond
Title: President