

09-15-2004

Docket No.: M-3249 and DT-3919 (1)

REC



U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

102835746

Send original documents or copy thereof.

9-13-03

1. Name of conveying party(ies):

GKN Viscodrive GmbH

- Individual(s)
- General Partnership
- Corporation-State
- Other - company with limited liability

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

3. Nature of conveyance:

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

Execution Date: July 30, 2003

2. Name and address of receiving party(ies)

Name: GKN Automotive GmbH

Internal Address:

Address: Hauptstrasse 150 D-53797 Lohmar, Germany

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other - company with limited liability

If Assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No (Designation must be separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration numbers:

A. Trademark Application No.(s)

Trademark registration No.(s) 1,415,455 (VISCODRIVE) 2,597,608 (ETM)

Additional numbers attached?  Yes  No

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

Name: David Toren Internal Address: SIDLEY AUSTIN BROWN & WOOD LLP Street Address: 787 Seventh Avenue 26th Floor City: NEW YORK State: N.Y. Zip: 10019

6. Total number of applications and registrations involve..... 2

7. Total fee assessed \$65.00

Authorized to be charged to deposit account #50-0955

8. Deposit account number: 50-0955 (Attach duplicate copy of this page if paying by deposit account)

COPY

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.

David Toren Name of Person Signing

Signature

May 20, 2004 Date

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

Do not detach this portion

**This Print-Out is not signed and is valid as a certified copy**

No. of entry	a) Firm b) Place of Business, branches, regional offices c) Purpose of the company	Capital Stock or Nominal Capital	a) General Representation b) Board of Directors, general partners, managing directors, authorized representatives and special powers	Power of signature	a) Legal form, begin, corporate articles or articles of partnership b) other legal relationships	a) Date of entry b) Remarks
1	<p>a) GKN Viscodrive GmbH</p> <p>b) Lohmar</p> <p>c) The development, production, repair, purchase and sale of products, in which torque transmission is achieved by a viscous medium being interposed between plates (viscous couplings), of products into which viscous couplings are installed or integrated, such as viscous differentials, and of mechanically and electronically controlled differential locks for motor vehicles.</p>	<p>5.000.000,00 DEM</p>	<p>a) If only one managing director is appointed, he signs on behalf of the company on his own. If several managing directors are appointed, the company is represented by two managing directors or a managing director jointly with a clerk having power of signature („Prokurist“).</p> <p>b) Managing Director: Stuhlmann, Walter, Köln, *08.06.1942 right of sole representation, having the right to do legal business on behalf of the company with himself or as a representative of a third party. Managing Director: Kaufmann, Otto, engineer, Percha, right of sole representation</p>	<p>Joint Power of Signature together with a managing director or another „Prokurist“: Parsi, Georges, La Celle Saint Cloud</p>	<p>a) Limited liability company. Articles of partnership of 25 September 1984, altered several times, last alteration dated 15 February 1995 in accordance with the resolution of the meeting of partners.</p> <p>b) The company has concluded a Profit Transfer Agreement with Messrs. GKN Automotive Aktiengesellschaft (controlling enterprise) on 15 February 1995 to which the meeting of partners gave their consent on 25 April 1995.</p>	<p>a) 10 Sept. 2002 Otte</p> <p>b) Day of first entry 23 June 1987</p> <p>This sheet was transferred to EDP and replaces the previous registry sheet. Released on 10 Sept. 2002 Articles of partnership Sheet 49-60 special volume Resolution sheet 127-128 special volume</p>
2			<p>b) No longer managing director: <u>Stuhlmann, Walter, Cologne, *08.06.1942</u></p> <p>Managing director: Moss, Christopher J., Wachtberg, *05.05.1946 right of sole representation, having the right to do legal business on behalf of the company with himself or as a representative of a third party.</p>			<p>a) 10 June 2003 Jüppner</p>
3				<p>Gambert</p>	<p>b) The company as the transferring legal entity has merged by absorption with GKN Automotive Aktiengesellschaft having its place of business in Lohmar (district court Siegburg, HRB 6135) in accordance with the merging contract of 07 July 2003 and the consenting resolutions of both meetings of partners each of 07 July 2003. The merger comes into effect only upon its entry in the registry sheet of the absorbing legal entity.</p>	<p>a) 30 July 2003 Kober</p> <p>b) Resolutions Sheet 165-168 special volume Merging contract Sheet 170-183 special volume</p>

**This Print-Out is not signed and is valid as a certified copy**

No. of entry	1	2	3	4	5	6	7
	a) Firm b) Place of Business, branches, regional offices c) Purpose of the company	Capital Stock or Nominal Capital	a) General Representation b) Board of Directors, general partners, managing directors, authorized representatives and special powers	Power of signature	a) Legal form, begin, corporate articles or articles of partnership b) other legal relationships	a) Date of entry b) Remarks	
1						7	
4					b) The merger has been recorded in the register of the absorbing GKN Automotive GmbH (District Court Siegburg, HRB 6135) on 14 Aug. 2003. The Profit Transfer Agreement of 15 February 1995 concluded with the absorbing legal entity (formerly GKN Automotive Aktiengesellschaft) has expired. The company is defunct. Officially recorded according to § 19 Section 2 German Conversion Law.	a) 19 August 2003 Köber	

Siegburg, this 04th day of May 2004

This print-out certifies the contents of the register of companies.  
(signature)

Kirsch, judicial clerk  
documentary clerk of the branch office

SEAL of the District Court of Siegburg

## IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

50-27-5

Registration No.	: 1,415,455
Trademark	: VISCODRIVE (stylized)
Registered	: November 4, 1986
Registrant	: GKN Viscodrive GmbH
Merger with and Surviving Entity	: GKN Automotive GmbH
Merger with and Surviving Entity	: GKN Automotive International GmbH
Name Changed To	: GKN Driveline International GmbH

Registration No.	: 2,597,608
Trademark	: ETM
Registered	: July 23, 2002
Registrant	: GKN Viscodrive GmbH
Merger with and Surviving Entity	: GKN Automotive GmbH
Merger with and Surviving Entity	: GKN Automotive International GmbH
Name Changed To	: GKN Driveline International GmbH

U.S. Patent and Trademark Office  
 Assignment Division  
 Box Assignments, CG-4  
 1213 Jefferson Davis Highway, Suite 320  
 Washington, D.C. 20231

**REQUEST FOR RECORDATION DATA CONCERNING TWO MERGERS  
 AND ONE CHANGE OF NAME IN TWO TRADEMARK REGISTRATIONS**

Sir:

On or about May 20, 2004, three (3) Recordation Form Cover Sheets were filed in the PTO in the above two trademark cases with supporting documents as per enclosed copies covering:

1. Merger between *GKN VISCODRIVE GMBH* and *GKN AUTOMOTIVE GMBH*;
2. Merger between *GKN AUTOMOTIVE GMBH* and *GKN AUTOMOTIVE INTERNATIONAL GMBH*;
3. Change of name from *GKN AUTOMOTIVE INTERNATIONAL GMBH* to *GKN DRIVELINE INTERNATIONAL GMBH*.

Please advise the undersigned attorney of the date these changes were recorded in the PTO. Also please let us know the respective reel and frame numbers.

/eg

Respectfully submitted,

SIDLEY AUSTIN BROWN & WOOD LLP  
 787 Seventh Avenue  
 New York, NY 10019  
 (212) 839-7355

By: 

David Toren  
 Reg. No. 19,468

September 7, 2004

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to the U.S. Patent and Trademark Office, Assignment Division, Box Assignments, CG-4, 1213 Jefferson Davis Highway, Suite 320, Washington, D.C. 20231 on September 7, 2004.

By: 