

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Merger and Change of Name	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Laserdyne Prima, Inc.		12/30/2002	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Prima North America, Inc.		
Street Address:	711 East Main St.		
City:	Chicopee		
State/Country:	MASSACHUSETTS		
Postal Code:	01020		
Entity Type:	CORPORATION: MICHIGAN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1980644	LASERDYNE	
CORRESPONDENCE DATA			
Fax Number:	(612)338-5989		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6123385915		
Email:	jameswmiller@qwest.net		
Correspondent Name:	James W. Miller		
Address Line 1:	527 Marquette Avenue		
Address Line 2:	Suite 1960 Rand Tower		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	85.2.1/USA		
NAME OF SUBMITTER:	James W. Miller		
Signature:	/James W. Miller/		
Date:	06/16/2006		

OP \$40.00 1980644

Total Attachments: 7

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Laserdyne Prima, Inc.

**JOINT UNANIMOUS CONSENT IN WRITING
OF THE SHAREHOLDERS AND BOARD OF DIRECTORS**

The undersigned, being the sole Shareholder and the entire Board of Directors of Laserdyne Prima, Inc., a Michigan corporation ("Company"), by unanimous consent in writing pursuant to the authority contained in the Michigan Business Corporation Act, without the formality of convening a meeting, hereby severally and collectively consent to the following actions on behalf of the Company:

RESOLVED: That the Board of Directors declares it advisable that the Company merge with Convergent Prima, Inc., a Delaware corporation ("Convergent"), under the provisions of Section 252 of the General Corporation Law of the State of Delaware and of Section 450.1705 of the Michigan Business Corporation Act, with Convergent to be the surviving corporation.


RESOLVED: That the Plan and Agreement of Merger, a copy of which is attached hereto, providing for the merger of the Company into Convergent under the provisions of Section 252 of the General Corporation Law of the State of Delaware and of Section 450.1705 of the Michigan Business Corporation Act, be and hereby is approved and adopted.

(Remainder of Page Intentionally Left Blank.)

This Consent, executed as of the 30th day of December, 2002, pursuant to the provisions of Sections 450.1407 and 450.1525 of the Michigan Business Corporation Act, shall be filed with the records of the Shareholders and Board of Directors of Laserdne Prima, Inc. and shall for all purposes be treated as votes taken at a meeting.


SHAREHOLDERS

Prima Industrie S.p.A.
Sole Shareholder

By: 
Gianfranco Carbonato
CEO

DIRECTORS


Gianfranco Carbonato


Paolo Cigna

PRV1 003904 v1

Convergent Prima, Inc.

**JOINT UNANIMOUS CONSENT IN WRITING
OF THE SHAREHOLDERS AND BOARD OF DIRECTORS**

The undersigned, being the Shareholders and the entire Board of Directors of Convergent Prima, Inc., a Delaware corporation ("Company"), by unanimous consent in writing pursuant to the authority contained in the General Corporation Law of Delaware, without the formality of convening a meeting, hereby severally and collectively consent to the following actions on behalf of the Company:

RESOLVED: That Rockwood W. Bullard III be, and hereby is, removed without cause, from the office of Secretary of the Company, effective immediately.

RESOLVED: That Gary R. Pannone be, and hereby is, elected to the office of Secretary of the Company to fill the vacancy created by the removal of Rockwood W. Bullard III.

RESOLVED: That the Board of Directors declares it advisable that the Company merge with Laserdyne Prima, Inc., a Michigan corporation, under the provisions of Section 252 of the General Corporation Law of the State of Delaware and of Section 450.1705 of the Michigan Business Corporation Act, with the Company to be the surviving corporation.

RESOLVED: That the Plan and Agreement of Merger, a copy of which is attached hereto, providing for the merger of Laserdyne Prima, Inc., a Michigan corporation, into the Company under the provisions of Section 252 of the General Corporation Law of the State of Delaware and of Section 450.1705 of the Michigan Business Corporation Act, and for the change of the Company's name to PRIMA North America, Inc. be and hereby is approved and adopted.

TRADEMARK

REEL: 003331 FRAME: 0722

RESOLVED:

That the Company qualify to transact business in the State of Minnesota, and that the President and Secretary of the Company be, and each of them hereby is, acting singly or jointly, authorized and directed to prepare, execute and file any and all instruments and to take any and all action which said President and Secretary shall, by the execution and the taking thereof, determine to be necessary, convenient or desirable to qualify the Company to transact business in the State of Minnesota.

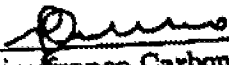
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PRV1 #95742 v1


This Consent, executed as of the 30th day of December, 2002, pursuant to the provisions of Sections 228 and 141(f) of the General Corporation Law of Delaware, shall be filed with the records of the Shareholders and Board of Directors of Convergent Prima, Inc., and shall for all purposes be treated as votes taken at a meeting.

SHAREHOLDERS:


Prima Industrie S.p.A.

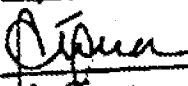
By: 
Gianfranco Carbonato
CEO


Laserdyne Prima, Inc.

By: 
Paola Cigna
President

DIRECTORS


Gianfranco Carbonato


Pablo Cigna


Alberto Delle Piane

PKV1 #95742 v1

TRADEMARK

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:30 PM 01/15/2003
030019434 - 5270639

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
Convergent Prima, Inc.**

Convergent Prima, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("Corporation"), does hereby certify:

FIRST: That the Board of Directors of the Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Company:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing the first Article thereof so that, as amended, said Article be and shall read as follows:


"Article 1. NAME

The name of the corporation is PRIMA North America, Inc. (the "Corporation").

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders of the Corporation have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Gary R. Pannone, its Secretary, as of the 8th day of January, 2003.



Gary R. Pannone
Secretary

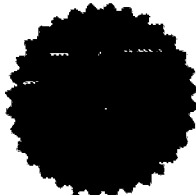
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CONVERGENT PRIMA, INC.", CHANGING ITS NAME FROM "CONVERGENT PRIMA, INC." TO "PRIMA NORTH AMERICA, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JANUARY, A.D. 2003, AT 12:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3220658 8100

030029431

AUTHENTICATION: 2205726

DATE: 01-15-03