

MRD 4-27-98

05-05-1998

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FORM PTO-1595

APR 27 1998



100701852

Attorney Docket No. NOWA.32827

EET

U.S. DEPT. OF COMMERCE
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):
Nowata Machine Works, Inc.

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

2. Name and address of receiving party(ies):

Name: NMW, Inc.

Internal Address:

Street Address: 419 North Elm

City: Nowata

State: Oklahoma

Zip: 74048

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

3. Nature of Conveyance:

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

Execution Date: 2/27/98

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

If this document is being filed together with a new application, the execution date of the application is: __

A. Patent Application No.(s):

B. Patent No.(s): 5,445,738

Additional numbers attached? Yes No

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

Name: J. David Wharton

Internal Address: Shook, Hardy & Bacon L.L.P.
One Kansas City Place

Street Address: 1200 Main Street

City: Kansas City

State: Missouri

Zip: 64105-2118

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 19-2112

(Attach duplicate copy of this page if paying by deposit account)

05/04/1998 JMWDAZZ 00000126 5445738

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40.00 OP

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.

J. David Wharton

4/23/98

Name of person signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 8

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

FEE: \$50.00
(Minimum)
FILE IN DUPLICATE

F I L E D

FEB 27 1998

OKLAHOMA SECRETARY
OF STATE

AMENDED CERTIFICATE OF INCORPORATION

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA, 101 State Capitol Bldg., Oklahoma City, Oklahoma 73105:

The undersigned Oklahoma corporation, for the purpose of amending its certificate of incorporation as provided by Section 1077 of the Oklahoma General Corporation Act, hereby certifies:

1. That the corporation was incorporated on September 16, 1963. The corporation's certificate of incorporation was amended and restated on November 25, 1991.

2. That the name of the corporation is hereby amended from Nowata Machine Works, Inc. to NMW, Inc. Article I of the corporation's Certificate of Incorporation is amended to delete reference to Nowata Machine Works, Inc. and to replace such reference with "NMW, Inc."

3. That by unanimous written consent without a meeting of the Board of Directors, a resolution was duly adopted setting forth the foregoing proposed amendment(s) to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling the shareholders of said corporation to approve the same.

4. That thereafter, pursuant to said resolution of its Board of Directors, the consent by all of the shareholders of said corporation was duly obtained and the necessary number of shares as required by statute were voted in favor of the amendment(s).

5. SUCH AMENDMENT(S) WAS DULY ADOPTED IN ACCORDANCE WITH 18 O.S. Sections 1077 and 1080.

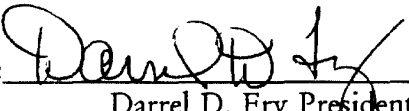
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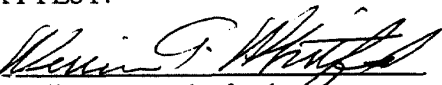
OKLAHOMA SECRETARY
OF STATE

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its President and attested by its Secretary, this 18th day of FEBRUARY, 1998.

NOWATA MACHINE WORKS,
INC. (now NMW, Inc.)

By: 
Darrel D. Fry President

ATTEST:

By: 
William A. Whitford, Secretary

...kjr\cors\nowata.amd

DB 182713-003

OFFICE OF THE SECRETARY OF STATE



AMENDED
CERTIFICATE OF INCORPORATION

WHEREAS, the Amended Certificate of Incorporation of

NMW, INC.

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 27TH
day of FEBRUARY, 1998.

Sam Cole

Secretary of State

By:

Betty L. Lerner

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF TRANSCRIPT

I, the undersigned Secretary of State of the State of Oklahoma, do hereby certify that the annexed transcript has been compared with the record on file in my office of which it purports to be a copy, and that the same is a full, true and correct copy of:

AMENDED CERTIFICATE OF INCORPORATION

OF

NMW, INC.



In testimony whereof, I have hereunto set my hand and affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City this 25th day, of March, A.D. 1998.

Sam Cole
Secretary of State

By: *Josella Larney*



OKLAHOMA TAX COMMISSION

STATE OF OKLAHOMA

**440 S. HOUSTON, SUITE 501
TULSA, OKLAHOMA 74127**

DIVISION

FEBRUARY 24, 1998

Secretary of State
Room 101, State Capital Building
Oklahoma City OK 73105

RE: NOWATA MACHINE WORKS, INC.

Qualification Date: SEPTEMBER 16, 1963

Dear Secretary:

This is to certify that the records of this office show the referenced corporation has filed a Franchise Tax return of the fiscal year and ending June 30, 1998 and has paid the Franchise Tax as shown by said return.

No certification is made as to any corporate Franchise Taxes which may be due but not yet assessed, nor which have been assessed and protested.

This letter may not therefore be accepted for purposes of dissolution or withdrawal.

Sincerely,

OKLAHOMA TAX COMMISSION

Brenda Super

Business Tax Division

Registration Section

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SECRETARY
OF STATE

RECORDED: 04/27/1998

PATENT
REEL: 9123 FRAME: 0936