

FORM PTO-1595

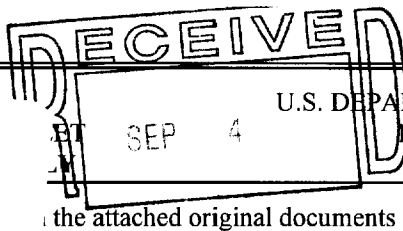
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09-16-1998



100829424



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner

with the attached original documents or copy thereof.

1. Name of conveying party(ies):  
AFF ACQUISITION CORP.

Name and address of receiving party(ies):

Name: Hayward/AFFCO, Inc.

Internal Address: \_\_\_\_\_

Street Address: 900 Fairmount Avenue

City Elizabeth State New Jersey Zip 07207

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

Additional name(s) of conveying party(ies) attached? yes X no

3. Nature of Conveyance:

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

Execution Date: \_\_\_\_\_

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)  
 / /  
 / 5,414,915

Additional numbers attached? Yes X No

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

6. Total number of applications and patents involved: 1

Name: RALPH W. SELITTO, JR.

Internal Address: \_\_\_\_\_

Street Address: P.O. BOX 1477

City: EDISON State: NEW JERSEY Zip: 08818

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

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

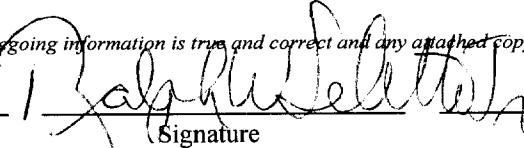
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9. Statement and signature.

*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.*

RALPH W. SELITTO, JR.

Name of Person Signing



Signature

8/31/98

Date

Total number of pages comprising cover sheet: \_\_\_\_\_

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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information, Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

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CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATION OF INCORPORATION  
OF  
AFF ACQUISITION CORP.

NCB  
**FILED**  
JAN 13 1997  
114 2384  
LONNA H. HOOKS  
SECRETARY OF STATE

AFF ACQUISITION CORP., a corporation organized and existing under and by virtue of the laws of the State of New Jersey (the "Corporation"), pursuant to the provisions of Sections 14A:9-2(4) and 14A:9-4(3) of the New Jersey Business Corporation Act, does hereby certify that:

1. The name of the Corporation is AFF ACQUISITION CORP.
2. The Certificate of Incorporation of the Corporation is

hereby amended as follows:

By deleting in its entirety Article FIRST of the Certificate of Incorporation in its present form and substituting in lieu thereof a new Article FIRST in the following form:

"FIRST: The name of the Corporation is Hayward/AFFCO, Inc. (the "Corporation")."

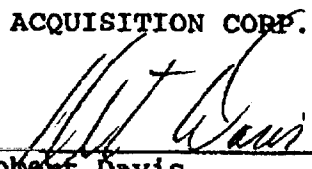
3. The foregoing amendment to the Certificate of Incorporation of the Corporation was adopted in accordance with the provisions of Sections 14A:9-2(4) and 14A:9-4(3) of the New Jersey Business Corporation Act, (a) the Board of Directors of the Company having duly adopted resolutions setting forth such amendment and directing that it be submitted to the shareholders of the Company for consent thereof by unanimous written consent on January 7, 1997, and (b) the holder of all of the 1,000 shares of the common stock, \$.01 par value, of the Corporation entitled to vote thereon

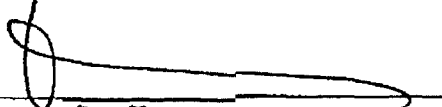
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having duly adopted such amendment by written consent on January 10, 1997.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed on its behalf by its President as of this 10th day of January, 1997.

AFF ACQUISITION CORP.

By   
Robert Davis  
President

  
James D. Krugman  
Secretary

corp\hayward\certif\amend.aff