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Attorney Docket No. JAO 26913

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1. A. Name of conveying party(ies):
VERO ELECTRONICS LIMITED
Electron Way
Chandlers Ford
Eastleigh, Hants S053ZR
Hampshire
United Kingdom

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

2. A. Name and address of receiving party(ies):
APW ELECTRONICS LIMITED
APW ELECTRONICS LIMITED
Electron Way
Chandlers Ford
Eastleigh, Hants S053ZR
Hampshire
United Kingdom

3. A. Nature of conveyance:
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 Security Agreement Change of Name
 Other _____

B. Execution Date: September 21, 1999

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

4. A. If this document is being filed together with a new application, the execution date of the application is: _____

B. Patent Application No.(s) _____

C. Patent No.(s) 5,128,832

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

Name: James A. Oliff

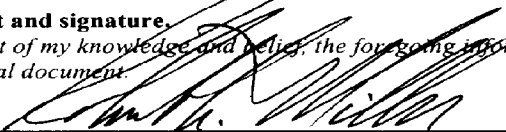
Address: **OLIFF & BERRIDGE, PLC**
P.O. Box 19928
Alexandria, VA 22320

6. Total number of applications and patents involved: 1

7. A. Total fee (37 CFR 3.41).....\$ 40.00
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James A. Oliff
Robert A. Miller

Registration No. 27,075
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Date: July 18, 2000

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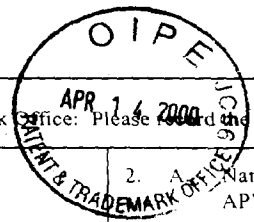
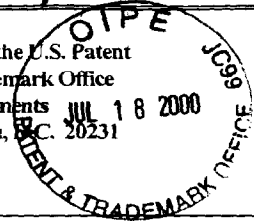


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Patent and Trademark Office



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James A. Oliff
Robert A. Miller

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Registration No. 32,771

Date: April 14, 2000

Total number of pages including cover sheet, attachments, and document: 2

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**CERTIFICATE OF INCORPORATION
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Company No. 701364

The Registrar of Companies for England and Wales hereby certifies that
VERO ELECTRONICS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
APW ELECTRONICS LIMITED

Given at Companies House, Cardiff, the 24th August 1999

NIGEL MAURICE PUGH
Notary Public
22 Kings Park Road
Southampton SO15 2UF
United Kingdom

*I hereby certify that this is a true
and correct copy of the original*

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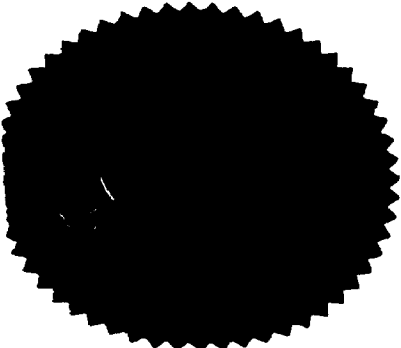
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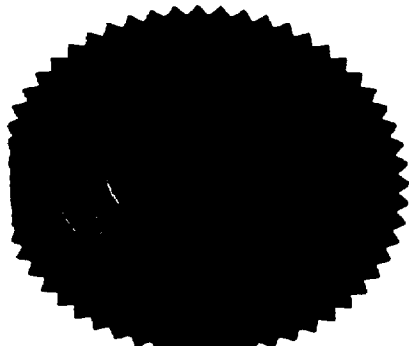
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