

01-12-2001

T U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

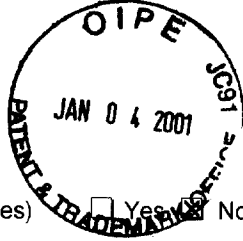


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To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Poco Graphite Finance, LLC



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

Name: Poco Graphite, Inc.

Internal Address: 1601 South State Street

Decatur, Texas 76234

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Street Address: 1601 South State Street

City: Decatur State: TX ZIP: 76234

Execution Date: November 13, 2000

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

4. Application number(s) or registration numbers(s):

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

A. Patent Application No.(s)

09/165,542 09/666,977 09/677,055
09/677,056

B. Patent No.(s)

4,707,299 4,995,896 5,324,340
5,814,120 Re. 34,953 5,394,910
5,912,080 5,511,593 5,414,927
6,083,625 5,741,343 5,769,920

Additional numbers attached? Yes No

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

Name: Michael A. Oblon

Internal Address: 2300 N Street, N.W.

Washington, D.C. 20037

Street Address: 2300 N Street, N.W.

City: Washington State: DC ZIP: 20037

6. Total number of applications and patents involved: 17

7. Total fee (37 CFR 3.41):.....\$ 680.00

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

50-1390

01/11/2001 DNGUYEN 00000149 501390 09165542

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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.

Michael A. Oblon, Reg. No. 42,956

January 4, 2000

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document 4 PATENT

RECORDATION FORM COVER SHEET (CONT.)
PATENTS ONLY

Additional Patent(s)

6,099,645

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"POCO GRAPHITE FINANCE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "POCO GRAPHITE, INC." UNDER THE NAME OF "POCO GRAPHITE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF NOVEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

0612919 8100M

AUTHENTICATION: 0789709

001570063

DATE: 11-13-00

PATENT
REEL: 011400 FRAME: 0771

CERTIFICATE OF MERGER
OF

POCO GRAPHITE FINANCE, LLC

AND

POCO GRAPHITE, INC.

(Pursuant to Section 264 of the Delaware General Corporation Law)

It is hereby certified that:

1. The constituent business entities participating in the merger herein certified are:
(I) Poco Graphite Finance, LLC, which is organized under the laws of the State of Delaware; and
(II) Poco Graphite, Inc., which is incorporated under the laws of the State of Delaware.
2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent entities in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Law and in accordance with the provisions of subsection (c) of Section 264 of the Delaware General Corporation Law, to wit, by Poco Graphite Finance, LLC and by Poco Graphite, Inc.
3. The name of the surviving corporation in the merger herein certified is Poco Graphite, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.
4. The Certificate of Incorporation of Poco Graphite, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.
5. The executed Agreement of Merger between the aforesaid constituent business entities is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows: 1601 South State Street, Decatur, TX 76234
6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of the Delaware corporation or any member of the extinguishing limited liability company.

Executed on this 13th day of November, 2000

POCO GRAPHITE, INC.

By: 

Lawrence Neubaer
Vice President and Secretary

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