

05-03-2001



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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): DAYCO PRODUCTS, INC. Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies) Name: <u>DAYCO PRODUCTS, LLC</u> Internal Address: _____ Street Address: <u>1 PRESTIGE PLACE</u> City: <u>DAYTON</u> State: <u>OHIO</u> ZIP: <u>45401-1004</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>September 13, 2000</u>		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): <u>4409047; 4509938; 4626232; 5392831; 5534217; 5653656</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>JOSEPH V. TASSONE</u> Internal Address: <u>DAYCO PRODUCTS, LLC</u> Street Address: <u>1 PRESTIGE PLACE</u> City: <u>DAYTON</u> State: <u>OHIO</u> ZIP: <u>45401-1004</u>		6. Total number of applications and/or patents involved: <u>6</u> 7. Total fee (37 CFR 3.41): <u>\$240.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>04-0375</u> (Attach duplicate copy of this page if paying by deposit account)	
DO NOT USE THIS SPACE			
9. Statement and signature. <i>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.</i> <u>Joseph V. Tassone</u> <u>April 19, 2001</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and document: <u>4</u>			
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231			

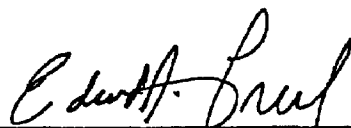
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REEL: 011742 FRAME: 0320

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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "DAYCO PRODUCTS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "DAYCO PRODUCTS, INC." TO "DAYCO PRODUCTS, LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2000, AT 4 O'CLOCK P.M.





Edward J. Freel, Secretary of State

AUTHENTICATION: 0673245

2102956 8100V

001462286

DATE: 09-13-00

PATENT
REEL: 011742 FRAME: 0321

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY

OF

DAYCO PRODUCTS, INC.

TO

DAYCO PRODUCTS, LLC

This Certificate of Conversion to Limited Liability Company, dated as of September 13, 2000, is being duly executed and filed by Dayco Products, Inc., a Delaware corporation (the "Corporation"), and Mark IV Industries, Inc., a Delaware corporation, as an authorized person of Dayco Products, LLC, a Delaware limited liability company (the "LLC"), to convert the Corporation to the LLC under the General Corporation Law of the State of Delaware (8 Del. C. §101, et seq.)() and the Delaware Limited Liability Act (6 Del. C. §18-101, et seq.).

1. The Corporation's name when it was originally incorporated and immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was Dayco Products, Inc.
2. The date the original certificate of incorporation of the Corporation was filed with the Secretary of State of the State of Delaware was September 29, 1986.
3. The name of the LLC into which the Corporation shall be converted as set forth in its certificate of formation is Dayco Products, LLC.
4. The conversion of the Corporation to the LLC has been approved in accordance with the provisions of Sections 228 and 266 of the General Corporation Law of the State of Delaware.
5. The conversion of the Corporation to the LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation of the LLC with the Secretary of State of the State of Delaware.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 09/13/2000
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IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first written above.

DAYCO PRODUCTS, INC.

By: W P Montague
Name: William P. Montague
Title: President

MARK IV INDUSTRIES, INC., as authorized person

By: W P Montague
Name: William P. Montague
Title: President