

FORM PTO-1619A

Expires 06/30/99
OMB 0651-0027

06-14-2001



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U.S. Department of Commerce
Patent and Trademark Office
PATENT

JUN 11

**RECORDATION FORM COVER SHEET
PATENTS ONLY****TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).****Submission Type**

New



Resubmission (Non-Recordation)

Document ID#



Correction of PTO Error

Reel #

Frame #



Corrective Document

Reel #

Frame #

Conveyance Type

Assignment



Security Agreement



License



Change of Name



Merger



Other

U.S. Government

(For Use ONLY by U.S. Government Agencies)



Departmental File



Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1)

Stahl International, Inc.

Execution Date
Month Day Year
03/19/01

Name (line 2)

Second Party

Name (line 1)

Execution Date
Month Day Year

Name (line 2)

Receiving Party

Mark if additional names of receiving parties attached

Name (line 1)

Metaldyne Machining And Assembly Company, Inc.

Name (line 2)

☐ If document to be recorded
is an assignment and the
receiving party is not
domiciled in the United
States, an appointment
of a domestic
representative is attached.
(Designation must be a
separate document from
Assignment.)

Address (line 1)

47603 Halyard Drive

Address (line 2)

Address (line 3)

Plymouth

MI USA

48170-2429

City

State/Country

Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

06/13/2001 GTDN11 00000229 5553514

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

PATENT
REEL: 011874 FRAME: 0633

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Application Number(s) or Patent Number(s)

☐ Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number

only if a U.S. Application Number
has not been assigned.

PCT

PCT

PCT

PCT

PCT

PCT

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment:

Deposit Account

Enclosed ☒

Deposit Account ☐

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes



No

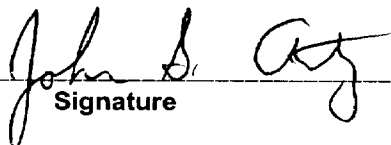


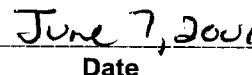
Statement and Signature

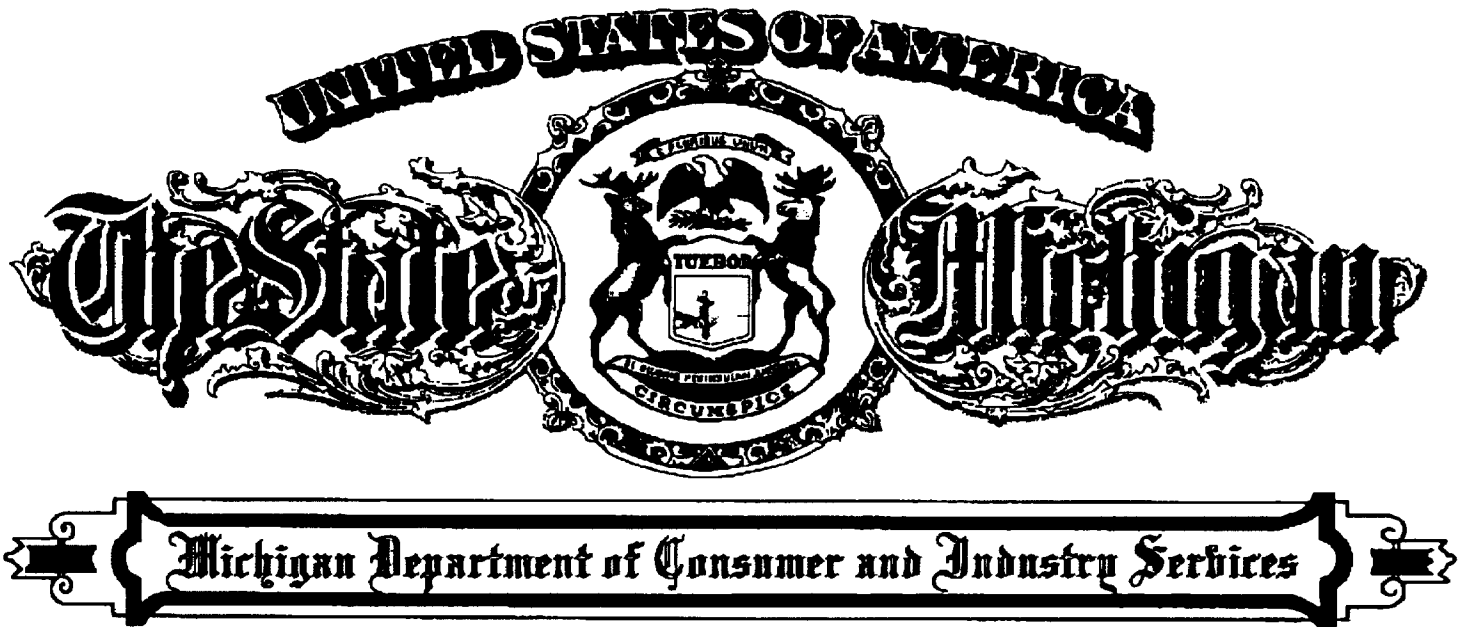
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

John S. Artz

Name of Person Signing


Signature


Date



Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



Sent by Facsimile Transmission
584807

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 5th day of June, 2001

Andrew J. Mott, Director

Bureau of Commercial Services

PATENT
REEL: 011874 FRAME: 0635

CBS 515 (Rev. 10/00)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES	
Date Received MAR 22 2001	(FOR BUREAU USE ONLY) ADJUSTED PURSUANT TO TELEPHONE AUTHORIZATION
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
FILED MAR 22 2001 517-663-2525 Ref # 12153 Attn: Cheryl J. Bixby MICHIGAN RUNNER SERVICE P.O. Box 266 Eaton Rapids, MI 48827	
ADMINISTRATOR BUREAU OF COMMERCIAL SERVICES EFFECTIVE DATE:	

Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Simpson Industries, Inc.

2. The identification number assigned by the Bureau is:

034 302

3. Article 1 of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is "Metaldyne Machining and Assembly Company, Inc."

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PATENT

REEL: 011874 FRAME: 0636

COMPLETE ONLY ONE OF THE FOLLOWING:**4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)**

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____,

_____ in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____,

_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 12th day of

February, 2001 by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- ☐ at a meeting the necessary votes were cast in favor of the amendment.
- ☐ by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- ☒ by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- ☐ by the board of a profit corporation pursuant to section 611(2).

Profit Corporations

Signed this 19th day of March, 2001

By _____

(Signature of an authorized officer or agent)

David B. Lincx, Secretary

(Type or Print Name)

Nonprofit and Professional Service Corporations

Signed this _____ day of _____

By _____

(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

(Type or Print Name)

(Type or Print Title)

AGREEMENT AND PLAN OF MERGER

AMONG

SIMPSON INDUSTRIES, INC.
a Michigan corporation,

STAHL INTERNATIONAL, INC.
a Tennessee corporation,

SI ACQUISITION CORP.,
a Tennessee corporation

DAVID HARRINGTON

AND

O.B. HARRINGTON, M.D.

April 2, 1998

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER (the "Agreement"), dated as of April 2, 1998, among Simpson Industries, Inc., a Michigan corporation ("Buyer"), SI Acquisition Corp., a Tennessee corporation and a direct wholly owned subsidiary of Buyer ("Merger Sub"), Stahl International, Inc., a Tennessee corporation (the "Company"), David Harrington and O.B. Harrington, M.D. (Mr. Harrington and Dr. Harrington each referred to herein individually as a "Shareholder" and collectively as the "Shareholders").

BACKGROUND

- A. The Shareholders own all of the issued and outstanding capital stock of the Company.
- B. The Shareholders and the Boards of Directors of Buyer, Merger Sub and the Company each have determined that it is advisable and in their respective best interests for the Company to merge with and into Merger Sub upon the terms and subject to the conditions of this Agreement.
- C. For federal income tax purposes, it is intended that the Merger (as defined in Section 1.1) shall qualify as a reorganization within the meaning of Sections 368(a)(1)(A) and 368(a)(1)(B) of the Internal Revenue Code of 1986, as amended (the "Code").
- D. The Shareholders, Buyer, Merger Sub and the Company desire to make certain representations, warranties, covenants and agreements in connection with the Merger.

NOW, THEREFORE, in consideration of the mutual representations, warranties, covenants and agreements set forth herein, the Shareholders, Buyer, Merger Sub and the Company agree as follows:

I. THE MERGER

1.1 **The Merger.** Subject to the terms and conditions of this Agreement, at the Effective Time (as defined in Section 1.2), Merger Sub shall be merged with and into the Company and the separate corporate existence of Merger Sub shall thereupon cease (the "Merger"). The Company shall be the successor or surviving corporation in the Merger (sometimes herein referred to as the "Surviving Corporation") and shall continue to be governed by the laws of the State of Tennessee. The Surviving Corporation shall succeed to all rights, privileges, immunities, franchises, powers and properties, and be subject to all duties, liabilities, debts and obligations, of Merger Sub and the Company in accordance with provisions of Chapter 21 of the Tennessee Business Corporation Act (the "TCBA").

SCHEDULE 3.23
Intellectual Property Rights

U.S. Patent No. 4,884,666, issued December 5, 1989, Torsional Damper and Mounting Adapter

U.S. Patent No. 5,553,514, issued September 10, 1996, Active Torsional Vibration Damper

U.S. Patent No. 5,678,460, issued October 21, 1997, Active Torsional Vibration Damper

U.S. Patent No. 5,720,205, issued February 24, 1998, Viscous Torsional Vibration Damper with Multi-Component Housing Weldment

None

None

None

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Box Assignment, Assistant Commissioner for Patents, Washington, D.C. 20231 on:

6/7/01
(Date of Deposit)

John S. Artz
Reg. No. 36,431

John S. Artz
(Signature)

CHANGE OF NAME IN RECORDED ASSIGNMENTS

Assistant Commissioner for Patents
Washington, D.C. 20231

Sir:

A list of assignments recorded against patent applications and/or patents is set forth on the attached pages.

The old name for the assignee as shown for the assignments on the attached page is:

STAHL INTERNATIONAL, INC.

The new name of the assignee is:

METALDYNE MACHINING AND ASSEMBLY COMPANY, INC.

Proof of assignee's change of name is established by the attached certificate of the Secretary of State of Michigan showing the name change.

Please refer to the Assignment (Document) Cover Sheet to which this paper is attached for fee calculation.

Respectfully Submitted,

ARTZ & ARTZ, P.C.

John S. Artz
John S. Artz
Reg. No. 36,431
28333 Telegraph Road, Suite 250
Southfield, MI 48034
(248) 223-9500

Dated: June 7, 2001

Attorney Docket No.	Filing Date	Patent No.	Date of Patent	Assignment Recorded On (Date)	Reel	Frame
SIMP 0142 PUS	Jun, 6, 1994	5,553,514	Sep. 10, 1996			
SIMP 0145 PUS	Jun. 4, 1996	5,678,460	Oct. 21, 1997			