

Form PTO-1595 Modified **RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE  
 Attorney Docket No.: 320310-00005 **PATENTS ONLY** U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies)  
 1) Stolle Machinery, Inc.  
 2) APE Acquisition, LLC

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

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: 1) and 2) January 9, 2004

2. Name and address of receiving party(ies)  
 Name: Stolle Machinery Company, LLC  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: 6949 South Potomac Street  
 \_\_\_\_\_  
 City: Centennial State: CO Zip: 80112

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

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) 5,881,593  
 \_\_\_\_\_

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Allen S. Rose  
 Internal Address: Katten Muchin Zavis Rosenman  
 \_\_\_\_\_  
 Street Address: 1025 Thomas Jefferson St., N.W  
East Lobby, Suite 700  
 City: Washington State: DC Zip: 20007

6. Total number of applications and patents involved:  1

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
50-1710

**DO NOT USE THIS SPACE**

9. Signature. Submitted Via Facsimile to (703) 306-5995 Return Receipt to Fax Number (202) 298-7570

Richard P. Bauer Reg. No. 31,588  
 Name of Person Signing  2/10/04  
 Signature Date

Total number of pages including cover sheet, attachments, and documents:  8

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents & Trademarks, Box Assignments  
 Washington, D C 20231

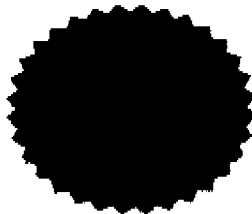
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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "APE ACQUISITION, LLC", CHANGING ITS NAME FROM "APE ACQUISITION, LLC" TO "STOLLE MACHINERY COMPANY, LLC", FILED IN THIS OFFICE ON THE NINTH DAY OF JANUARY, A.D. 2004, AT 2:28 O'CLOCK P.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3735328 8100

040016093

AUTHENTICATION: 2861659

DATE: 01-09-04

PATENT  
REEL: 014321 FRAME: 0173

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:27 PM 01/09/2004  
FILED 02:28 PM 01/09/2004  
SRV 040016093 - 3735328 FILE

**Certificate of Amendment to Certificate of Formation**  
**of**  
**APE ACQUISITION, LLC,**  
**a Delaware limited liability company**

It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is APE ACQUISITION, LLC.
2. The certificate of formation of the limited liability company is hereby amended by striking out Article First thereof and by substituting in lieu of said Article the following new Article:  


**"FIRST. The name of the limited liability company formed hereby is STOLLE MACHINERY COMPANY, LLC."**
3. The effective time of the amendment herein certified shall be immediately upon filing of this Certificate of Amendment.

**[SIGNATURE PAGE FOLLOWS]**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Formation as of January 9, 2004.

APE ACQUISITION, LLC, a Delaware limited liability company

By: AIP/SMC HOLDINGS, INC., a Delaware corporation, its managing member

  
Name: Dino Cusumano  
Title: Vice President

# Delaware

PAGE 1

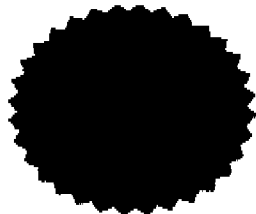
*The First State*

I, HARRIET SMITH WINDSOR, 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:

"STOLLE MACHINERY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "APE ACQUISITION, LLC" UNDER THE NAME OF "APE ACQUISITION, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF JANUARY, A.D. 2004, AT 2:27 O'CLOCK P.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3735328 8100M  
040016090

AUTHENTICATION: 2861646

DATE: 01-09-04

PATENT  
REEL: 014321 FRAME: 0176

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:27 PM 01/09/2004  
FILED 02:27 PM 01/09/2004  
SRV 040016090 - 3735328 FILE

**CERTIFICATE OF MERGER**

**OF**

**STOLLE MACHINERY, INC.,  
a Delaware corporation**

**WITH AND INTO**

**APE ACQUISITION, LLC,  
a Delaware limited liability company**

**(Pursuant to Section 264 of the General Corporation Law of the State of Delaware and  
Section 18-209 of the Delaware Limited Liability Company Act)**

APE Acquisition, LLC, which desires to merge with Stolle Machinery, Inc., pursuant to the provisions of Section 18-209 of the Delaware Limited Liability Company Act (the "Merger"), hereby certifies as follows:

**FIRST:** The name and state of domicile, formation or organization of Stolle Machinery, Inc. and APE Acquisition, LLC (the "Constituent Entities") are as follows:

<u>Name of Entity</u>	<u>State of Domicile, Formation or Organization</u>
Stolle Machinery, Inc.	Delaware
APE Acquisition, LLC	Delaware

**SECOND:** An agreement and plan of merger by and among the Constituent Entities (the "Agreement and Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Section 18-209(b) of the Delaware Limited Liability Company Act.

**THIRD:** The name of the surviving entity in the Merger shall be APE Acquisition, LLC (the "Surviving Entity").

**FOURTH:** The Certificate of Formation of APE Acquisition, LLC, as in effect immediately prior to the filing of this Certificate of Merger, shall be the Certificate of Formation of the Surviving Entity.

**FIFTH:** The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Entity, the address of which is as follows:

**APE Acquisition, LLC  
(c/o American Industrial Partners)  
551 Fifth Avenue  
Suite 3800  
New York, NY 10176**

**SIXTH:** A copy of the Agreement and Plan of Merger will be furnished by the Surviving Entity, on request and without cost, to any member of APE Acquisition, LLC or any stockholder of Stolle Machinery, Inc.

**SEVENTH:** That this Certificate of Merger shall be effective upon the date of filing with the Secretary of State of Delaware.

**[SIGNATURE PAGE FOLLOWS]**

IN WITNESS WHEREOF, APE Acquisition, LLC has caused this Certificate of Merger to be executed by its duly authorized representative as of this <sup>9th</sup> ~~11th~~ day of January, 2004.

APE ACQUISITION, LLC, a Delaware limited liability company

By: AIP/SMC HOLDINGS, INC., a Delaware corporation, its managing member

  
Name: Dino Cusumano  
Title: Vice President