

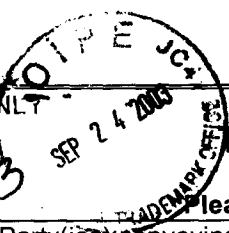
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09-29-2003

PATENTS ONLY

PATENTS ONLY

9/24/03



TO THE



ENTS

Please record

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py thereof.

1. Name of Party(ies) conveying an interest:

36459 YUKON INC.

2. Name and Address of Party(ies) receiving an interest:

Name: HARMAN BECKER AUTOMOTIVE SYSTEMS - WAVEMAKERS, INC.
Internal Address:
Street Address: #302 - 134 Abbott Street
City: Vancouver
State/Zip: British Colombia, V6B 2 K 4 CANADA

Additional name(s) of conveying party(ies) attached?

Yes No

Additional name(s) and addresses attached?

Yes No

3. Description of the interest conveyed:

Assignment

Other:

Change of Name

Security Agreement Merger

Execution Date: July 10, 2003

4. Application number(s) or patent number(s). Additional sheet attached? Yes No

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

A. Patent Application No.(s)

Date
B. Patent No.(s)
6,243,322

Additional numbers attached? Yes No

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

BRINKS HOFER GILSON & LIONE
P.O. BOX 10395
CHICAGO, IL 60610
(312)321-4200

6. Number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to Deposit Account No. 23-1925
8. Please charge any deficiencies in fee or credit any overpayment to Deposit Account No. 23-1925.

DO NOT USE THIS SPACE

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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.

James A. Collins, Reg. No. 43,557
Name of Person Signing

Signature

September 22, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

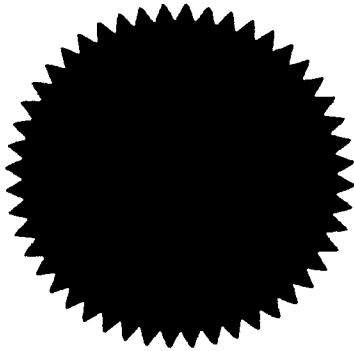


BUSINESS CORPORATIONS ACT
FORM 1

Certificate of Incorporation


36459 YUKON INC.

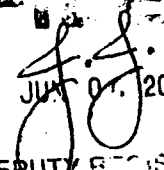
I hereby certify that the above-mentioned corporation, the Articles of Incorporation of which are attached, was incorporated under the Business Corporations Act of Yukon.



Corporate Access Number:30157
Date of Incorporation:2003-06-06

J. Johnson
M. Richard Roberts
Registrar of Corporations

1. NAME OF CORPORATION: 36459 YUKON INC.		
2. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE: An unlimited number of Common shares, without par value		
3. RESTRICTIONS IF ANY ON SHARE TRANSFERS: The right to transfer shares is restricted in that the directors may at any time in their discretion decline to register any transfer of shares.		
4. NUMBER (OR MINIMUM OR MAXIMUM NUMBER) OF DIRECTORS: Minimum of 1, maximum of 5		
5. RESTRICTIONS IF ANY ON BUSINESSES THE CORPORATION MAY CARRY ON: None		
6. OTHER PROVISIONS IF ANY: (a) The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder. (b) Any invitation to the public to subscribe for securities of the Corporation is prohibited. (c) Meetings of shareholders may be held outside the Yukon in the Greater Vancouver Area or in Northridge, California. (d) The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of additional directors will not at any time exceed one-third of the number of directors who held office at the expiration of the last annual meeting of the Corporation.		
7. INCORPORATORS		
NAME	ADDRESS (INCLUDE POSTAL CODE)	SIGNATURE
Maureen Birckel	#200 - 304 Jarvis Street Whitehorse, YT Y1A 2H2	
8. DATE June 5, 2003		

FILED
JUN 07 2003

DEPUTY REGISTRAR
OF CORPORATIONS



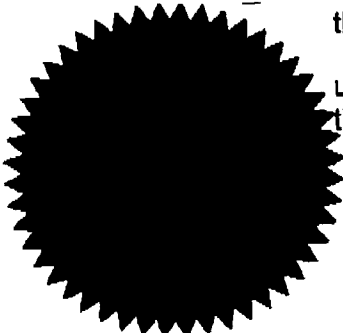
BUSINESS CORPORATIONS ACT
FORM 5

Certificate of Amendment

HARMAN BECKER AUTOMOTIVE SYSTEMS - WAVEMAKERS, INC.

I hereby certify that the articles of the above-mentioned corporation were amended:

- under section 16 of the Business Corporations Act to change the name of the corporation in accordance with the attached notice.
- under section 30 of the Business Corporations Act as set out in the attached Articles of Amendment designating a series of shares.
- under section 179 of the Business Corporations Act as set out in the attached Articles of Amendment.
- under section 194 of the Business Corporations Act as set out in the attached Articles of Reorganization
- under section 195 of the Business Corporations Act as set out in the attached Articles of Arrangement.



Corporate Access Number:30222
Date of Amendment:2003-07-17

J. Johnson
M. Richard Roberts
Registrar of Corporations