



100854632

Attorney's Docket No. 006525-080

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

1. Name of conveying party(ies):

Moog Automotive, Inc.

- Individual(s)
- General Partnership
- Corporation-State Missouri
- Association
- Limited Partnership

Other: _____

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: _____

Execution Date: December 17, 1997

Effective Date: January 1, 1998

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

Name: Moog Automotive Products, Inc.

Address: 6565 Wells Avenue

St. Louis, Missouri 63133

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Missouri
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

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

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

A. Trademark Application No.(s)

75/398,695
75/396,877

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Bassam N. Ibrahim, Esq.

Address: BURNS, DOANE, SWECKER & MATHIS, L.L.P.

P.O. Box 1404

Alexandria, Virginia 22313-1404

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

Enclosed

Authorized to be charged to deposit account, if necessary

8. Deposit account number:

02-4800

10/16/1998 TTOM11 00000011 75398695

01 FC:401 40.00 BP
02 FC:402 25.00 BP

DO NOT USE THIS SPACE

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.

Bassam N. Ibrahim, Esq.
Name of Person Signing

Signature

October 7, 1998
Date

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1799 FRAME: 0979

NOTARIAL CERTIFICATE

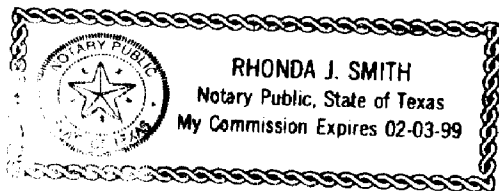
STATE OF TEXAS ✂
 ✂
COUNTY OF HARRIS ✂

I, Rhonda J. Smith, a Notary Public in and for the State of Texas, residing at the City of Houston, in the said State, do certify that the paper writing hereto annexed is a true copy of a document produced and shown to me and purporting to be **the Certificate of Amendment of Articles of Incorporation of MOOG AUTOMOTIVE, INC. whereby MOOG AUTOMOTIVE, INC. changed its name to MOOG AUTOMOTIVE PRODUCTS, INC., effective January 1, 1998, and a certificate of the Secretary of State of the State of Missouri attesting to the recordal of said Certificate of Amendment**, the said copy having been compared by me with the said original document, an act whereof being requested I have granted my notarial form and seal of office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my notarial seal this **19th** day of **September, 1998** at the City of Houston, Texas, United States of America.

(S E A L)

Rhonda J. Smith
A Notary Public in and for
the State of Texas



RJS:UAWPDOC\A&D\MOOG\NOTACERT.MAI

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

WHEREAS,

MOOG AUTOMOTIVE PRODUCTS, INC.

FORMERLY,

MOOG AUTOMOTIVE, INC.

A CORPORATION ORGANIZED UNDER THE GENERAL AND BUSINESS CORPORATION LAW HAS DELIVERED TO ME A CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE GENERAL BUSINESS CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 18TH DAY OF DECEMBER, 1997.

EFFECTIVE DATE: JANUARY 1, 1998

Rebecca McDowell Cook
Secretary of State

\$25.00





State of Missouri

Rebecca McDowell Cook, Secretary of State
P.O. Box 778, Jefferson City, Mo. 65102
Corporation Division

Amendment of Articles of Incorporation

(To be submitted in duplicate)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is Moog Automotive, Inc.

The name under which it was originally organized was Numoog, Inc.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on _____
December 17, 1997

3. Article Number One is amended to read as follows:

The name of the corporation is: Moog Automotive Products, Inc.

3.a. The Amendment herein provided for shall be effective January 1, 1998.

(If more than one article is to be amended or more space is needed attach fly sheet.)

4. Of the 100 shares outstanding, 100 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

<i>Class</i>	<i>Number of Outstanding Shares</i>
Common	100

5. The number of shares voted for and against the amendment was as follows:

<i>Class</i>	<i>No. Voted For</i>	<i>No. Voted Against</i>
Common	100	0

6. If the amendment changed the number or par value of authorized shares having a par value, the amount in dollars of authorized shares having a par value as changed is:

If the amendment changed the number of authorized shares without par value, the authorized number of shares without par value as changed and the consideration proposed to be received for such increased authorized shares without par value as are to be presently issued are:

7. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, the following is a statement of the manner in which such reduction shall be effected:

IN WITNESS WHEREOF, the undersigned, Randall B. Ammerman

President or

has executed this instrument and i

Vice President

Karen E. Herbert

Secretary or Assistant Secretary

has affixed its corporate seal hereto a

attested said seal on the 17th day of December, 1997

Place
CORPORATE SEAL
Here
(If no seal, state "None.")

Moog Automotive, Inc.

Name of Corporation

ATTEST:

Karen E. Herbert
Secretary or Assistant Secretary

By Randall B. Ammerman
President or Vice President

FILED AND CERTIFICATE
ISSUED

DEC 18 1997

State of Texas

County of Harris

ss.

Rebecca McDowell Cook
SECRETARY OF STATE

I, Barbara A. Widra, a Notary Public, do hereby certify t

on this 17th day of December, 1997, personally appeared before :

Randall B. Ammerman and Karen E. Herbert who, being by me first duly swo

declared that he is the Vice President and Assistant Secretary

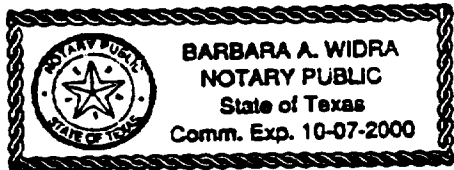
of Moog Automotive, Inc.

that he signed the foregoing documents as Vice President and Assistant Secretary of the corporation, and that t
statements therein contained are true.

(Notarial Seal)

Barbara A. Widra

Notary Public



My commission expires October 7, 2000