

09-28-2001

U.S. DEPARTMENT OF COMMERCE

9/28/01



EET

Patent and Trademark Office
Docket No. 337842400000

101859824

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

1. Name of conveying party(ies):
Exide Corporation

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-Delaware Other

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other:

Execution Date: August 1, 2001

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

Name: **Exide Technologies**
Internal Address: Suite 500
Street Address: 210 Carnegie Center
City: Princeton State: New Jersey ZIP: 08540

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation-State: Delaware
- Other: _____

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

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

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

A. Trademark Application No.(s)

B. Registration No.(s)

1,658,819

Additional numbers attached? Yes No

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

Jennifer Lee Taylor
Morrison & Foerster LLP
425 Market Street
San Francisco, California 94105-2482

6. Total number of applications and trademark registrations involved: 100

7. Total fee (37 C.F.R. § 3.41): **\$40.00**

- Enclosed
- Authorized to be charged to deposit account, referencing Attorney Docket 337842400000

8. Deposit account number: **03-1952**

The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to **Deposit Account No. 03-1952**.

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.

Name: **Jennifer Lee Taylor**

Jennifer Lee Taylor
Signature

Sept. 28 2001
Date

Total number of pages comprising cover sheet, attachments and document: 6

10/01/2001 GTON11 0000060 031952 1658819

01 FC:481 40.00 CH
02 FC:484 120.00 CH

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

sf-1175892

TRADEMARK
REEL: 002337 FRAME: 0486

State of Delaware
Office of the Secretary of State PAGE 1

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 OWNERSHIP, WHICH MERGES:

"ETX TECHNOLOGIES, INC", A DELAWARE CORPORATION,
WITH AND INTO "EXIDE CORPORATION" UNDER THE NAME OF "EXIDE TECHNOLOGIES", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF JULY, A.D. 2001, AT 12:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.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

AUTHENTICATION: 1245160

DATE: 07-16-01

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**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
ETX TECHNOLOGIES, INC.
INTO
EXIDE CORPORATION

Exide Corporation (the "Parent") pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations to the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Exide Corporation	Delaware
ETX Technologies, Inc.	Delaware

(ETX Technologies, Inc. is referred to herein as the "Subsidiary.")

SECOND: That Parent owns all of the outstanding shares of the common stock of Subsidiary, which is the only outstanding class of capital stock of the Subsidiary.

THIRD: That the Board of Directors of Parent at a meeting held on May 15, 2001, duly adopted resolutions authorizing the merger of Subsidiary with and into Parent pursuant to Section 253 of the DGCL (the "Merger"). A true copy of such resolutions is attached hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

FOURTH: That upon the effective time of the filing of the Certificate of Ownership and Merger, the name of the corporation surviving the Merger shall be Exide Technologies.

FIFTH: That the Restated Certificate of Incorporation of the surviving corporation shall be the Restated Certificate of Incorporation of Parent, which shall be amended to change **ARTICLE FIRST** to read as follows: "The name of the corporation is Exide Technologies."

SIXTH: That this Certificate of Ownership and Merger shall be effective at 9:00 a.m. on August 1, 2001.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:15 PM 07/16/2001
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IN WITNESS WHEREOF, said Parent has caused this Certificate of Merger to be executed by John R. Van Zile, Executive Vice President, General Counsel and Secretary as of this 16th day of July, 2001.

EXIDE CORPORATION,
a Delaware corporation

By: /s/ John R. Van Zile
Name: John R. Van Zile
Title: Executive Vice President,
General Counsel and Secretary.

FURTHER RESOLVED, that the appropriate officers of Parent be, and each of them hereby is, authorized and directed to take or cause to be taken all such further actions and to execute and deliver or cause to be delivered all such further instruments and documents in the name and on behalf of Parent, and to incur all such fees and expenses as in their judgment shall be necessary or advisable in order to carry out fully the intent and purposes of the foregoing resolutions; and

FURTHER RESOLVED, that all actions previously taken by the officers and directors of Parent in connection with the transactions contemplated by these resolutions are hereby adopted, ratified, confirmed and approved in all respects.

DET_0282306.1

EXIDE CORPORATION

July 16, 2001

Delaware Secretary of State
Division of Corporations
401 Federal Street, Suite 4
Dover, Delaware 19901

Re: *Merger of ETX Technologies, Inc. with and into Exide Corporation, which shall continue as the surviving corporation in the merger ("Surviving Corporation") and, at the Effective Time of the Merger, change its name to Exide Technologies*

To Whom It May Concern:

This letter will serve as notice, in accordance with §102 of the Delaware General Corporation Law, that upon the completion of the above-referenced merger, the Surviving Corporation will have total assets of \$10,000,000 or more. The undersigned, on the behalf of the Surviving Corporation, hereby respectfully requests that the Surviving Corporation be allowed to use the name "Exide Technologies" in the State of Delaware following the Effective Time of the above-referenced merger.

If you have any questions, please call me at (734) 827-3286. Thank you for your assistance with this matter.

Very truly yours,

EXIDE CORPORATION

By: /s/ Molly M. Israel

Name: Molly M. Israel,

Title: Assistant General Counsel and
Assistant Secretary

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TOTAL P.06

RECORDED: 09/28/2001

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