

03-13-2003

Form PTO 1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECORDED



S. Dept. of Commerce Patent and Trademark Office

To the Honorable Commissioner of documents or copy thereof.

102388998

Record the attached original

1. Name of conveying party(ies): NORTH AMERICAN PHILIPS LIGHTING CORPORATION

Individual(s) Association General Partnership Ltd Partnership X Corporation-State of Delaware Other

3-11-03

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

X Yes No

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

Name: NORTH AMERICAN PHILIPS CORPORATION

Internal Address:

Street Address: 1251 Avenue of the Americas

City: New York State: NY Zip: 10020-1104

Individual(s) citizenship Association General Partnership Limited Partnership X Corporation-State of Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Destinations must be a separate document from Assignment) Additional name(s) & Address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name XX Other Certificate of Ownership & Merger

Execution Date: December 16, 1987 (which ORIGINAL document was RECORDED on MARCH 16, 1988, Reel 705, Frames 571-576 [a COPY of this document is enclosed])

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

A. Trademark Application No. (s)

B. Trademark Registration No. (s)

400,517 (PHILCO) 400,943 (PHILCO) 401,744 (PHILCO) 402,689 (PHILCO) AND 413,412 (PHILCO)

Additional Numbers Attached? Yes X No

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

Name: Philips Electronics North America Corporation

Internal Address:

Street Address: 580 White Plains Road

City: Tarrytown State: NY Zip: 10591

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) ... \$ 140.00 Enclosed X Authorized to Deposit Account

8. Deposit Account Number: 14-1270 (Attach duplicate copy of this page paying by deposit account)

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.

Edward W. Goodman Name of Person Signing

Signature

March 5, 2003 Date

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

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

03/12/2003 GT0N11

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Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

01 FC:8521 02 FC:8522

40.00 CH 100.00 CH

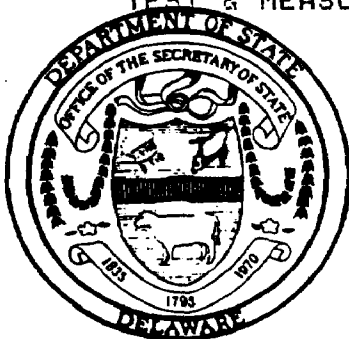
TRADEMARK REEL: 002690 FRAME: 0230



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF NORTH AMERICAN PHILIPS CORPORATION, A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING ADVANCE MEPCO CENTRALAB, INC. AND ADVANCE TRANSFORMER DISTRIBUTION CORP. AND AMPEREX ELECTRONIC CORPORATION AND CSD, INC. AND DIALIGHT CORPORATION AND FORESTVILLE INDUSTRIES, INC. AND INTERCONICS, INC. AND MEPCO/CENTRALAB SALES CORP. AND NORELCO SERVICE, INC. AND NORTH AMERICAN PHILIPS LIGHTING CORPORATION AND NORTH AMERICAN PHILIPS SMD TECHNOLOGY, INC. AND PHILIPS BUSINESS SYSTEMS, INC. AND PHILIPS ELECTRONIC INSTRUMENTS, INC. AND PHILIPS PERIPHERALS, INC. AND PHILIPS SUBSYSTEMS AND PERIPHERALS, INC. AND PHILIPS TEST & MEASURING INSTRUMENTS, INC. CORPORATIONS ORGANIZED AND

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*Michael Harkins*  
Michael Harkins, Secretary of State

AUTHENTICATION: 11610761  
DATE: 03/07/1988

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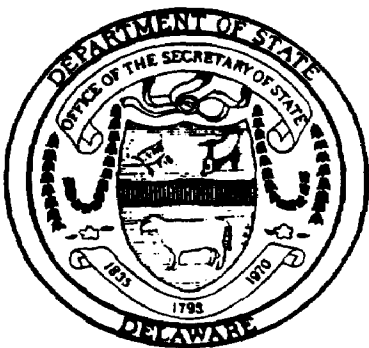


Office of Secretary of State

EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1987, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

! ! ! ! ! ! ! ! ! !



728067043

*Michael Harkins*  
Michael Harkins, Secretary of State

AUTHENTICATION: 11610761  
DATE: 03/07/1988

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ADVANCE MEPCO CENTRALAB, INC.  
ADVANCE TRANSFORMER DISTRIBUTION CORP.  
AMPEREX ELECTRONIC CORPORATION  
CSD, INC.  
DIALIGHT CORPORATION  
FORESTVILLE INDUSTRIES, INC.  
INTERCONICS, INC.  
MEPCO/CENTRALAB SALES CORP.  
NORELCO SERVICE, INC.  
NORTH AMERICAN PHILIPS LIGHTING CORPORATION  
NORTH AMERICAN PHILIPS SMD TECHNOLOGY, INC.  
PHILIPS BUSINESS SYSTEMS, INC.  
PHILIPS ELECTRONIC INSTRUMENTS, INC.  
PHILIPS PERIPHERALS, INC.  
PHILIPS SUBSYSTEMS AND PERIPHERALS, INC.  
AND  
PHILIPS TEST & MEASURING INSTRUMENTS, INC.

INTO

NORTH AMERICAN PHILIPS CORPORATION

\* \* \* \* \*

North American Philips Corporation , a corporation organized and existing under the laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated on October 16, 1959, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this Corporation owns all of the outstanding shares of the stock of each of the merging Corporations. The state and date of incorporation of each of the merging Corporations is as follows:

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<u>NAME</u>	<u>STATE OF INCORPORATION</u>	<u>DATE OF INCORPORATION</u>	
Advance Mepco Centralab, Inc.	Delaware	September 11,	1979
Advance Transformer Distribution Corp.	Delaware	March 9,	1984
Amperex Electronic Corporation	Delaware	January 31,	1957
CSD, Inc.	Delaware	December 30,	1980
Dialight Corporation	Delaware	December 3,	1981
Forestville Industries, Inc.	Delaware	March 11,	1957
Interconics, Inc.	Delaware	March 18,	1986
Mepco/Centralab Sales Corp.	Delaware	August 5,	1985
Norelco Service, Inc.	Delaware	March 1,	1965
North American Philips Lighting Corporation	Delaware	June 28,	1982
North American Philips SMD Technology, Inc.	Delaware	February 7,	1984
Philips Business Systems, Inc.	Delaware	August 19,	1969
Philips Electronic Instruments, Inc.	Delaware	August 15,	1974
Philips Peripherals, Inc.	Delaware	December 10,	1981
Philips Subsystems and Peripherals, Inc.	Delaware	April 6,	1984
Philips Test & Measuring Instruments, Inc.	Delaware	June 23,	1972

THIRD: That this Corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 16th day of December, 1987, determined to and did merge into itself Advance Mepco Centralab, Inc., Advance Transformer Distribution Corp., Amperex Electronic Corporation, CSD, Inc., Dialight Corporation, Forestville Industries, Inc., Interconics, Inc., Mepco/Centralab Sales Corp., Norelco Service, Inc., North American Philips Lighting Corporation, North American Philips SMD Technology, Inc., Philips Business Systems, Inc., Philips Electronic Instruments, Inc., Philips Peripherals, Inc., Philips Subsystems and Peripherals, Inc. and Philips Test & Measuring Instruments, Inc.

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RESOLVED, that North American Philips Corporation merge, and it hereby does merge into itself Advance Mepco Centralab, Inc., Advance Transformer Distribution Corp., Ampere Electronic Corporation, CSD, Inc., Dialight Corporation, Forestville Industries, Inc., Interconics, Inc., Mepco/Centralab Sales Corp., Norelco Service, Inc., North American Philips Lighting Corporation, North American Philips SMD Technology, Inc., Philips Business Systems, Inc., Philips Electronic Instruments, Inc., Philips Peripherals, Inc., Philips Subsystems and Peripherals, Inc. and Philips Test & Measuring Instruments, Inc., and assumes all of their obligations; and

FURTHER RESOLVED, that the merger shall become effective on January 1, 1988.

FURTHER RESOLVED, that the proper officers of this Corporation be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Advance Mepco Centralab, Inc., Advance Transformer Distribution Corp., Ampere Electronic Corporation, CSD, Inc., Dialight Corporation, Forestville Industries, Inc., Interconics, Inc., Mepco/Centralab Sales Corp., Norelco Service, Inc., North American Philips Lighting Corporation, North American Philips SMD Technology, Inc., Philips Business Systems, Inc., Philips Electronic Instruments, Inc., Philips Peripherals, Inc., Philips Subsystems and Peripherals, Inc. and Philips Test & Measuring Instruments, Inc. and assume their liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding this merger may be amended or terminated and abandoned by the Board of Directors of North American Philips Corporation at any time prior to the date of filing the merger with the Secretary of State.

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IN WITNESS WHEREOF, said North American Philips Corporation has caused this certificate to be signed by Samuel J. Rozel, its Vice President and attested by Edward J. Goldstein, its Assistant Secretary, this 16th day of December, 1987.

NORTH AMERICAN PHILIPS CORPORATION

By   
Samuel J. Rozel  
Vice President

ATTEST:

By   
Edward J. Goldstein,  
Assistant Secretary

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RECORDED: 03/11/2003

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