

11/30/00

RECC

11-09-2000



HEET

OMB No. 0651-0011 (exp. 4/94)

Tab settings

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

1. Name of conveying party(ies):

Borg-Warner Automotive, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: February 3, 2000

2. Name and address of receiving party(ies)

Name: BorgWarner Inc.

Internal Address:

Street Address: 200 S. Michigan Avenue

City: Chicago State: IL ZIP: 60604

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- 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 patent number(s):

A. Trademark Application No.(s) :

75/650,379; 75/652,842; and
75/750,626

B. Trademark Registration No.(s):

298,887
417,640
528,668 and 19 others

Additional numbers attached? Yes No

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

Name: Charles R. Schaub, Esq.

Internal Address:

Street Address: EMCH, SCHAFFER, SCHAUB &

PORCELLO CO., L.P.A., P.O. Box 916

City: Toledo State: OH ZIP: 43697-0916

6. Total number of applications and registrations involved:

25

7. Total fee (37 CFR 3.41).....\$ 640.00

Enclosed

Authorized to be charged to deposit account for any deficiency

8. Deposit account number:

15-0825

(Attach duplicate copy of this page if 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.

Charles R. Schaub
Name of Person Signing

Charles R. Schaub
Signature

10-26-2000
Date

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

B. Trademark Registration Nos. - Continued

HY-VO	541,802	May 1, 1951
BORG & BECK	620,298	Jan. 31, 1956
BORGWARNER & DESIGN	787,366	Mar. 30, 1965
X DESIGN	790,159	June 1, 1965
B-W TROPHY	844,788	Feb. 27, 1968
MAJI-BAND	1,345,983	July 2, 1985
DESIGN	1,412,239	Oct. 7, 1986
BORGWARNER	1,412,240	Oct. 7, 1986
BORGWARNER & DESIGN	1,414,891	Oct. 28, 1986
FLEX-BAND	1,478,621	Jan. 3, 1988
ULTRALITE	1,553,649	Aug. 29, 1989
BORG & BECK	1,585,516	Mar. 6, 1990
FINE FINISH	1,596,278	May 15, 1990
UNI-BAND	1,735,663	Nov. 24, 1992
BORGWARNER AUTOMOTIVE	1,873,634	Jan. 17, 1995
TORQUE-ON-DEMAND	2,091,547	Aug. 26, 1997
TRACTION-ON-DEMAND	2,091,548	Aug. 26, 1997
TOD	2,095,400	Sept. 9, 1997
MORSE GEMINI	2,330,029	Mar. 14, 2000

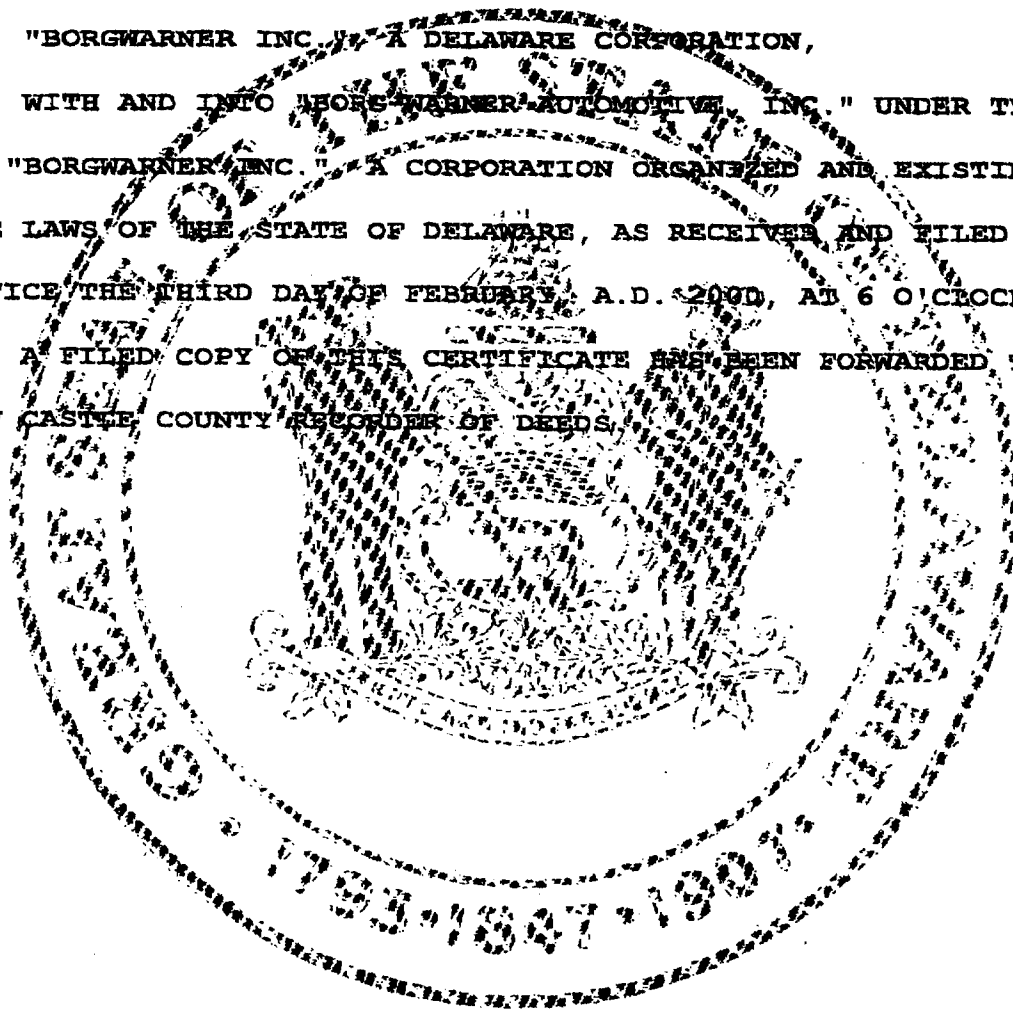
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Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"BORGWARNER INC." A DELAWARE CORPORATION, WITH AND INTO BORG-WARNER-AUTOMOTIVE, INC." UNDER THE NAME OF "BORGWARNER, INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF FEBRUARY, A.D. 2000, AT 6 O'CLOCK P.M. A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

2125281 8100M

0238525

001057572

AUTHENTICATION:

02-04-00

DATE:

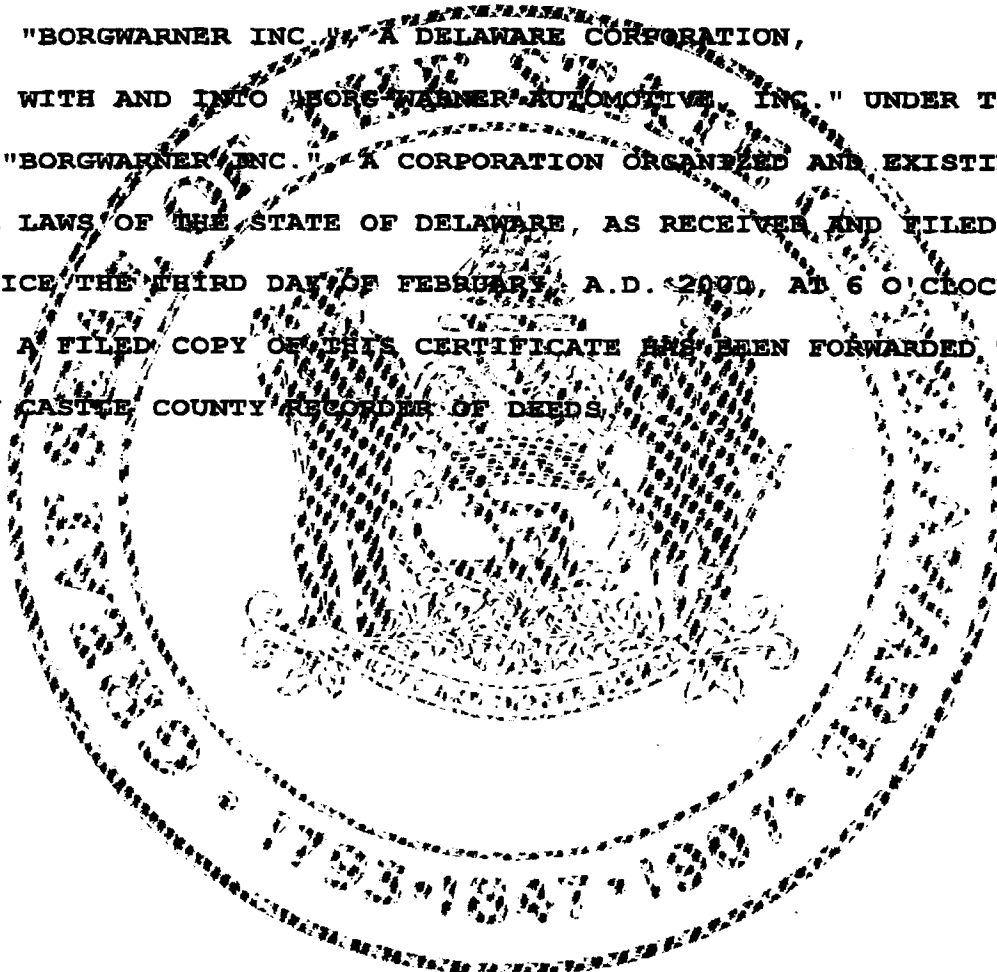
TRADEMARK

REEL: 002173 FRAME: 0173

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AUTHENTICATION:

02-04-00

DATE:

TRADEMARK

REEL: 002173 FRAME: 0174

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

BOX ASSIGNMENT - FEE

Commissioner of Patent and Trademarks
Washington, D. C. 20231

MERGER

Sir:

Borg-Warner Automotive, Inc., a corporation of Delaware, is the owner of the following U.S
trademark registrations and pending applications:

<u>MARK</u>	<u>REG./APPLN. NO.</u>	<u>REG. DATE</u>
BORG & BECK	298,887	Nov. 8, 1932
MORSE	417,640	Nov. 6, 1945
BORG & BECK	528,668	Aug. 8, 1950
HY-VO	541,802	May 1, 1951
BORG & BECK	620,298	Jan. 31, 1956
BORGWARNER & DESIGN	787,366	Mar. 30, 1965
X DESIGN	790,159	June 1, 1965
B-W TROPHY	844,788	Feb. 27, 1968
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TOD	2,095,400	Sept. 9, 1997
MORSE GEMINI	2,330,029	Mar. 14, 2000
MORSE (Stylized)	75/650,379	Filed Feb. 26, 1999
MORSE	75/652,842	Filed Feb. 26, 1999
HY-VO ZX	75/750,626	Filed July. 14, 1999

Attached is a Certificate of Merger from the Delaware Secretary of State, dated February 4, 2000 showing Borg-Warner Automotive, Inc. and BorgWarner Inc. were merged with the name of the resulting company being **BorgWarner Inc.**

Please record and index against each of the above-identified registrations and pending applications the change in record owner to **BorgWarner Inc., a corporation of Delaware.**

The corporate address of BorgWarner Inc., a corporation of Delaware, is 200 S. Michigan Avenue, Chicago, Illinois 60604.

We are enclosing a check in the amount of \$640.00. If there is an additional fee or overpayment involved, please charge or credit such fee to Deposit Account No. 15-0825.

Respectfully submitted,

BorgWarner Inc.



Charles R. Schaub

Attorney for Registrant/Applicant

Emch, Schaffer, Schaub
& Porcello Co., L.P.A.
P. O. Box 916
Toledo, Ohio 43697-0916
(419) 243-1294
CRS:DM