

MPD 11.13.98

02-11-1999

FORM PTO-1595  
(Rev. 6-93)  
QMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM  
PATENTS O



DEPT. OF COMMERCE  
and Trademark Office  
No. 1885-016

100964040

To the Assistant Commissioner for Patents: Please record the attached

1. Name of conveying party(ies):

Chemcraft Sadolin International, Inc.

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

Name: Chemcraft Holdings, Inc.

Internal Address:

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

3. Nature of conveyance:

☐ Assignment

☒ Merger

☐ Security Agreement

☐ Change of Name

☐ Other

Street Address: 101 W. Friendly Ave  
Suite 400

City: Greensboro State: NC Zip: 27402

Execution Date: 12/20/96

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

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

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

A. Patent Application No.(s)

B. Patent No.(s)

5,576,371

Additional numbers attached? ☐ Yes ☒ No

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

Name: Jack B. Hicks, Esquire

Internal Address: Rhodes, Coats & Bennett, L.L.P.

Street Address: 1600 First Union Tower  
300 N. Greene Street

City: Greensboro State: NC Zip: 27401

6. Total number of applications and patents involved: ..... 1

7. Total fee (37 CFR 3.41): ..... \$40.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate of this page if paying by deposit account)

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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.

Jack B. Hicks

Name of Person Signing

Signature

11-10-98

Date

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

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

02/10/1999 JMT/KIN 00000056 5576371

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REEL: 9748 FRAME: 0351

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

I, Janice H. Faulkner, *Secretary of State of the State of North Carolina*, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER  
OF  
CHEMCRAFT SADOLIN INTERNATIONAL, INC.  
INTO  
CHEMCRAFT HOLDINGS, INC.

*the original of which was filed in this office on the 30th day of December, 1996.*

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 30th day of December, 1996.*



*Janice H. Faulkner*  
Secretary of State



IV. The merger will become effective at 11:59 p.m. on December 31, 1996.

This the 20 day of December, 1996.

CHEMCRAFT HOLDINGS, INC.

By:   
Marc L. Isaacson  
Secretary

isaacson.merger2.crt

**PLAN OF MERGER  
OF  
CHEMCRAFT SADOLIN INTERNATIONAL, INC.  
INTO  
CHEMCRAFT HOLDINGS, INC.**

**A. Corporations Participating in Merger.** Chemcraft Sadolin International, Inc. (the "Merging Corporation") will merge into Chemcraft Holdings, Inc., which will be the surviving corporation (the "Surviving Corporation").

**B. Name of Surviving Corporation.** After the merger, the Surviving Corporation will have the name "Chemcraft Holdings, Inc."

**C. Merger.** The merger of the Merging Corporation into the Surviving Corporation will be effected pursuant to the terms and conditions of this Plan. Upon the merger's becoming effective, the corporate existence of the Merging Corporation will cease, and the corporate existence of the Surviving Corporation will continue. The time when the merger becomes effective is hereinafter referred to as the "Effective Time."

**D. Conversion and Exchange of Shares.** At the Effective Time, the outstanding shares of the corporations participating in the merger will be converted and exchanged as follows:

1. **Surviving Corporation.** The outstanding shares of the Surviving Corporation will not be converted, exchanged, or altered in any manner as a result of the merger and will remain outstanding as shares of the Surviving Corporation.

2. **Merging Corporation.** Each outstanding share of the Merging Corporation will be converted into and exchanged for one share of the Surviving Corporation.

3. **Fractional Shares.** No fractional shares will be issued. Any shareholder of the Merging Corporation who would otherwise be entitled to receive five-tenths (.5) or more of a share will instead receive an additional whole share; and any shareholder who would otherwise be entitled to less than five-tenths (.5) of a share will not receive any consideration for such fractional interest.

4. **Surrender of Share Certificates.** Each holder of a certificate representing shares to be converted or exchanged in the merger will surrender such certificate and after the Effective Time will be entitled to receive in exchange therefor a certificate or certificates representing the number of shares to which he is entitled under this Plan. Until so surrendered, each outstanding certificate that prior to the Effective Time represented shares of the Merging Corporation will be deemed for all purposes to evidence ownership of the

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consideration to be issued for such shares under this Plan.

**F. Abandonment.** After approval of this Plan by the shareholders of the Merging Corporation and the Surviving Corporation, and at any time prior to the merger's becoming effective, the Board of Directors of the Surviving Corporation may, in their discretion, abandon the merger.