

01-30-2003

FGRM PTO-1595
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
M&G- 2970.00010

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



102351881

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

<p>1. Name of conveying party(ies):</p> <p>The Chromaline Corporation <i>1-29-03</i></p>	<p>2. Name and address of receiving party(ies):</p> <p>Ikonics Corporation 4832 Grand Avenue Duluth, Minnesota 55807</p>
<p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

3. Nature of conveyance:

<input type="checkbox"/> Assignment	<input type="checkbox"/> Merger
<input type="checkbox"/> Security Agreement	<input checked="" type="checkbox"/> Change of Name
<input type="checkbox"/> Other:	

Execution Date: December 12, 2002

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

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

<p>A. Patent Application No.(s)</p> <p>See Exhibit A attached</p>	<p>B. Patent No.(s)</p> <p>See Exhibit A attached</p>
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5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Linda M. Byrne
Address: Merchant & Gould P.C.
P.O. Box 2903
Minneapolis, MN 55402-0903

23552
PATENT TRADEMARK OFFICE

6. Total number of applications and patents involved: 23

7. Total fee (37 CFR 3.41): \$ 920.00

Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.

<p>Linda M. Byrne Name of Person Signing</p>	<p><i>Linda M. Byrne</i> Signature</p>	<p><i>Jan 23, 2003</i> Date</p>
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Total number of pages including cover sheet, attachments, and document: 9

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

Box Assignments
Director - U.S. Patent and Trademark Office
Washington, D.C. 20231

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01/30/2003 ECOOPER 00000037 08469766

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920.00 DP

PATENT
REEL: 013699 FRAME: 0204

EXHIBIT A

<u>Patent Application No.</u>	<u>Patent No.</u>
08/469,766	4764449
09/845,037	5093160
09/924,742	5334485
09/858,272	5989689
10/060,753	6037106
10/017,466	4011796
	3966367
	6020436
	5506089
	5645975
	5654032
	B15629132
	B15427890
	5415971
	5260173
	6140006
	6248498

L-94B

THE CHROMALINE CORPORATION

Articles of Merger

Pursuant to Section 302A.621 of the Minnesota Business Corporation Act, the undersigned officer of The Chromaline Corporation, a Minnesota corporation (the "Surviving Corporation"), which is the owner of all of the issued and outstanding shares of Common Stock, \$.01 par value per share, of Ikonics Corporation., a Minnesota corporation (the "Subsidiary Corporation"), which is the only outstanding class of capital stock of the Subsidiary Corporation, hereby executes and files these Articles of Merger:

FIRST: The Plan of Merger providing for the merger of the Subsidiary Corporation into the Surviving Corporation, in the form of resolutions duly adopted by the Board of Directors of the Surviving Corporation on November 19, 2002, is attached hereto as Exhibit A.

SECOND: The number of outstanding shares of each class and series of the Subsidiary Corporation and the number of shares of each class and series of the Subsidiary Corporation owned by the Surviving Corporation are as follows:

<u>Designation of Class & Series</u>	<u>Number of Outstanding Shares</u>	<u>Number of Shares Owned by Surviving Corporation</u>
Common Stock, \$.01 par value	1,000	1,000

THIRD: The Plan of Merger has been duly approved by the Surviving Corporation under Minnesota Statutes Section 302A.621.

FOURTH: There are no shareholders of the Subsidiary Corporation other than the Surviving Corporation, and accordingly, there is no notice required to any other shareholder pursuant to Minnesota Statutes Section 302A.621, Subd. 2.

FIFTH: Upon the effective time of the merger, pursuant to Minnesota Statutes Section 302A.621, Subd. 1, Article I of the Surviving Corporation's Restated Articles of Incorporation shall be amended in its entirety to read as follows:

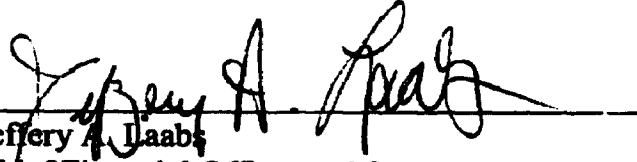
"1.1 The name of this corporation shall be Ikonics Corporation."

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SIXTH: The merger shall be effective at 12:01 a.m., Minneapolis, Minnesota time, on December 16, 2002.

Dated: December 12, 2002.

THE CHROMALINE CORPORATION

By 
Jeffery A. Laabs
Chief Financial Officer and Secretary

M1-939581.02

THE CHROMALINE CORPORATION

**Resolutions of the
Board of Directors**

WHEREAS, it is the judgment of the Board of Directors of The Chromaline Corporation (the "Company") that it is in the best interests of the Company and its shareholders to effect the change of the name of the Company to "Ikonics Corporation" by way of the merger of Ikonics Corporation, a Minnesota corporation and a newly-formed and wholly-owned subsidiary of the Company (the "Subsidiary") with and into the Company pursuant to Section 302A.621 of the Minnesota Business Corporation Act;

RESOLVED, that the officers of the Company, and each of them, are hereby authorized to take such actions as those officers, or any of them, deem necessary or appropriate to incorporate the Subsidiary, to appoint Jeffery A. Laabs as the first director of the Subsidiary, and to subscribe the Company for 1,000 shares of Common Stock of the Subsidiary, at a price of \$.01 per share, for an aggregate purchase price of \$10.00.

RESOLVED FURTHER, that the Subsidiary be merged with and into the Company pursuant to Section 302A.621 of the Minnesota Business Corporation Act in accordance with the further resolutions set forth below (which resolutions shall constitute the Plan of Merger).

RESOLVED FURTHER, that at the effective time of the merger, all of the outstanding shares of Common Stock of the Subsidiary, \$.01 par value per share, shall be canceled, and no securities of the Company or any other corporation, or any money or other property, shall be issued to the Company in exchange therefor.

RESOLVED FURTHER, that the merger shall be effective at 12:01 a.m., Minneapolis, Minnesota time, on December 16, 2002.

RESOLVED FURTHER, that Jeffery A. Laabs, Secretary of the Company, or any other officer of the Company, is hereby authorized and directed to execute, for and on behalf of the Company, Articles of Merger setting forth the Plan of Merger and such other information as required by law, and to cause those articles to be filed for record with the Secretary of State of the State of Minnesota in the manner required by law.

RESOLVED FURTHER, that upon the effective time of the merger, pursuant to Section 302A.621, Subd. 1, of the Minnesota Business Corporation Act, by virtue of the filing of the Articles of Merger and without any further action by the Company, its Board of Directors, or its shareholders, Article I of the Company's Restated Articles of Incorporation shall be amended in its entirety to read as follows:

"1.1 The name of this corporation shall be Ikonics Corporation"

RESOLVED FURTHER, that the officers of the Company, and each of them, are hereby authorized, for and on behalf of the Company, to take such other action as those officers, or any of them, deem necessary or appropriate to carry out the purpose of the foregoing resolutions.

M1:939581.02

B
STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 13 2002

Mary Hoffmeyer
Secretary of State

A-2

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED 12/30/02



Secretary of State



By Jessica D. Schneider

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

**MN - THE CHROMALINE CORPORATION
MN - IKONICS CORPORATION**

State of Formation and Name of Surviving Entity:

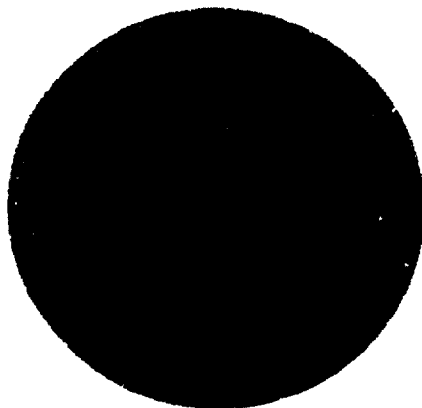
MN - THE CHROMALINE CORPORATION

Effective Date of Merger: 12/16/2002 12:01 am

Name of Surviving Entity After Effective Date of Merger:

IKONICS CORPORATION

This certificate has been issued on: 12/13/2002



Mary Kiffmeyer
Secretary of State.