


Form PTO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼		RECORDATION FORM COVER SHEET <b>PATENTS ONLY</b>		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): Rhodia, Inc.  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies) Name: <u>Innophos, Inc.</u> Internal Address: <u>259 Prospect Plains Road, Bldg. G</u> <u>P.O. Box 8000</u> <u>Cranbury, NJ 08512-8000</u> Street Address: <u>259 Prospect Plains Road, Bldg. G</u> <u>P.O. Box 8000</u> City: <u>Cranbury</u> State: <u>NJ</u> Zip: <u>08512-8000</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>8/13/2004</u>					
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: _____ A. Patent Application No.(s) _____ B. Patent No.(s) <u>6,808,558</u> _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>McCarter &amp; English, LLP</u> Internal Address: <u>185 Asylum Street</u> <u>CityPlace I</u> <u>Hartford, Connecticut 06103</u> Street Address: <u>185 Asylum Street</u> <u>CityPlace I</u> City: <u>Hartford</u> State: <u>CT</u> Zip: <u>06103</u>		6. Total number of applications and patents involved: <u>01</u> 7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>50-1402</u>			
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9. Signature.  Eric E. Grondahl, Registration No. 46,741  December 22, 2004 Name of Person Signing      Signature      Date Total number of pages including cover sheet, attachments, and documents: <u>9</u>					

HARTFORD: 626689.01

Mail documents to be recorded with required cover sheet information to:  
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Washington, D.C. 20231

CH \$40.00 501402 6808558

**EXECUTION COPY****PATENT ASSIGNMENT**

This PATENT ASSIGNMENT (this "Assignment"), effective the 13<sup>th</sup> day of August, 2004, is made and entered into by and between Rhodia Chimie, a French corporation ("Assignor") and Innophos, Inc. (f/k/a Phosphates Acquisition, Inc.), a Delaware corporation ("Assignee") (each a "Party," and collectively, the "Parties"). Capitalized terms used in this Assignment but not otherwise defined herein shall have the meanings set forth in the Purchase Agreement (defined below).

WHEREAS, Assignor is the owner of each of the patents and patent applications set forth on Schedule A hereto (the "Assigned Patents");

WHEREAS, the Rhodia Inc., Rhodia Canada Inc., Rhodia de Mexico S.A. de C.V., Rhodia Overseas Ltd, Rhodia Consumer Specialties Limited, Rhodia S.A. and the Assignee have entered into an Agreement of Purchase and Sale, dated as of June 10, 2004 (the "Purchase Agreement"; unless otherwise defined herein, capitalized terms shall be used herein as defined in the Purchase Agreement), pursuant to which Assignee agreed to purchase the Transferred Assets from the Sellers, including all of Assignor's right, title and interest in and to the Assigned Patents; and

WHEREAS, this Intellectual Property Assignment is being delivered by the Assignor in accordance with and full satisfaction of the Sellers obligation to cause the Assignor to assign the Assigned Patents to Assignee pursuant to Section 5.14 of the Purchase Agreement.

NOW THEREFORE, for the consideration set forth in the Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Assignment. Assignor hereby sells, conveys, assigns, transfers and delivers to Assignee all of Assignor's right, title and interest in and to the Assigned Patents, to the extent transferable or assignable, including all rights therein provided by international conventions and treaties, and the right to sue for past, present and future infringement thereof.

2. No Warranties. Except as expressly provided in the Purchase Agreement, Assignor makes no warranties, express or implied, with respect to the Assigned Patents.

3. Further Assurances. Assignor shall, at the cost and expense of Assignee, timely execute and deliver any additional documents and perform any additional acts necessary or desirable to record and perfect the interest of Assignee in and to the Assigned Patents, and shall not enter into any agreement in conflict with this Assignment.

4. Governing Law. This Assignment shall be governed by, and construed in accordance with, the laws of the State of New York. All Actions arising out of or relating to this Assignment shall be heard and determined in accordance with Section 11.10 of the Purchase Agreement.

5. Counterparts. This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same agreement.


[Signature Page to Follow]

IN WITNESS WHEREOF, each Party has caused this Assignment to be executed first written above by its duly authorized officer.

ASSIGNOR

By:   
Name: Jacques Lehre  
Title: Authorized Signatory

ASSIGNEE

By:   
Name: Mark Feuerbach  
Title: Chief Financial Officer

**Schedule A****PATENTS****Patents Managed in Europe**

Docket Number	Title	Country	Affiliate Owner	Filing Date	Filing Number	Registration Date	Registration Number
R01047	Dispersion Colloïdale Equeuse Stable, Son Procède de Préparation	France	Rhodia Chimie	04/27/2001	01 05749	06/20/2003	01 05749
		European Procedure (Patents)	Rhodia Chimie	04/25/2002	1381455		
		International Procedure <sup>1</sup>	Rhodia Chimie	04/25/2002	PCT/FR02/01441		
		Japan	Rhodia Chimie	04/25/2002	2002-595081		
		United States	Rhodia Chimie	04/25/2002	10/175913		
R01048	Dispersions D'Hydroxyapatite Comprenant Un Agent Stabilisant A Fonction Phosphoryle, Sulfinyle Ou Carboxyle, Et Leur Procède De Préparation	France	Rhodia Chimie	04/27/2001	01 05746	06/20/2003	01 05746
		European Procedure (Patents)	Rhodia Chimie	04/25/2002	02725282.3		

<sup>1</sup> Designated countries for PCT: United Arab Emirates, Antigua And Barbuda, Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Belgium, Bulgaria, Brazil, Belarus, Belize, Canada, Switzerland, China, Colombia, Costa Rica, Czechoslovakia, Cuba, Cyprus (Republic), Czech Republic, Germany, Denmark, Dominica, Algeria, Ecuador, Estonia, Spain, Finland, France, United Kingdom, Grenada, Georgia, Ghana, Gambia, Equatorial Guinea, Greece, Guatemala, Croatia, Hungary, Indonesia, Ireland, Israel, India, Iceland, Italy, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Morocco, Monaco, Moldova (Rep), Madagascar, Mongolia, Malawi, Mozambique, Niger, Netherlands, Norway, New Zealand, A.I.P.O., Philippines, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovenia, Slovakia, Sierra Leone, Swaziland, Tajikistan, Turkmenistan, Tunisia, Turkey, Trinidad And Tobago, Tanzania, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zambia, Zimbabwe, Aripo, Eurasian Procedure, Macedonia (F.Y.R.), Bosnia-Herzegovina.

Docket Number	Title	Country	Affiliate Owner	Filing Date	Filing Number	Registration Date	Registration Number
		International Procedure <sup>2</sup>	Rhodia Chimie	04/25/2002	PCT/FR02/01442		
		United State	Rhodia Chimie	04/25/2002	10/175291		
R01049	Dispersions D'Hydroxyapatite Comprenant Un Acide Amine En Tant Qu'Agent Stabilisant, Et Leur Procède De Préparation	France	Rhodia Chimie	04/27/2001	01 05747	06/20/2003	01 05747
		European Procedure (Patents)	Rhodia Chimie	04/25/2002	02726280.7		
		Brazil	Rhodia Chimie	04/25/2002	P10208385-0		
		International Procedure <sup>3</sup>	Rhodia Chimie	04/25/2002	PCT/FR02/01440		
		Japan	Rhodia Chimie	04/25/2002	2002-585080		
		Mexico	Rhodia Chimie	04/25/2002	PA/A/03/009682		
		United States	Rhodia Chimie	04/25/2002	10/474024		

<sup>2</sup> Designated countries for PCT: United Arab Emirates, Antigua And Barbuda, Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Belgium, Bulgaria, Brazil, Belarus, Belize, Canada, Switzerland, China, Colombia, Costa Rica, Czechoslovakia, Cuba, Cyprus [Republic], Czech Republic, Germany, Denmark, Dominica, Algeria, Ecuador, Estonia, Spain, Finland, France, United Kingdom, Grenada, Georgia, Ghana, Gambia, Equatorial Guinea, Greece, Guatemala, Croatia, Hungary, Indonesia, Ireland, Israel, India, Iceland, Italy, Japan, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Morocco, Monaco, Moldova (Rep), Madagascar, Mongolia, Malawi, Mexico, Mozambique, Niger, Netherlands, Norway, New Zealand, A.I.P.O., Philippines, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovenia, Slovakia, Sierra Leone, Swaziland, Tajikistan, Turkmenistan, Tunisia, Turkey, Trinidad And Tobago, Tanzania, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zambia, Zimbabwe, Aripo, Eurasian Procedure, Macedonia (F.Y.R.), Bosnia-Herzegovina.

<sup>3</sup> Designated countries for PCT: United Arab Emirates, Antigua And Barbuda, Albania, Armenia, Austria, Australia, Azerbaijan, Barbados, Belgium, Bulgaria, Belarus, Belize, Canada, Switzerland, China, Colombia, Costa Rica, Czechoslovakia, Cuba, Cyprus [Republic], Czech Republic, Germany, Denmark, Dominica, Algeria, Ecuador, Estonia, Spain, Finland, France, United Kingdom, Grenada, Georgia, Ghana, Gambia, Equatorial Guinea, Greece, Guatemala, Croatia, Hungary, Indonesia, Ireland, Israel, India, Iceland, Italy, Kenya, Kirghizstan, North Korea, South Korea, Kazakhstan, Saint Lucia, Sri Lanka, Liberia, Lesotho, Lithuania, Luxembourg, Latvia, Morocco, Monaco, Moldova (Rep), Madagascar, Mongolia, Malawi, Mozambique, Niger, Netherlands, Norway, New Zealand, A.I.P.O., Philippines, Poland, Portugal, Romania, Russian Federation, Sudan, Sweden, Singapore, Slovenia, Slovakia, Sierra Leone, Swaziland, Tajikistan, Turkmenistan, Tunisia, Turkey, Trinidad And Tobago, Tanzania, Ukraine, Uganda, Uzbekistan, Vietnam, Serbia & Montenegro, South Africa, Zambia, Zimbabwe, Aripo, Eurasian Procedure, Macedonia (F.Y.R.), Bosnia-Herzegovina.

Docket Number	Title	Country	Affiliate Owner	Filing Date	Filing Number	Registration Date	Registration Number
R02088(G1)	Utilisation D'Acide Polyphosphorique Absorbe Sur Silice Pour Améliorer Les Propriétés Du Bitume Et Bitume Susceptable D'Etre Obtenu	United States	Rhodia Chimie	06/13/2003	10/461,639		
R00064	Nouveau Liant Hydraulique Phosphomagnésien , et Mortier Obtenu A Partir De Ce Liant	France	Rhodia Chimie	06/05/2000	DO 07146	05/09/2003	00 07146
		European Procedure (Patents)	Rhodia Chimie	06/01/2001	01940667.7		
		Canada	Rhodia Chimie	06/01/2001	2408504		
		International Procedure	Rhodia Chimie	01/06/2001	PCT/FR01/01707		
		Mexico	Rhodia Chimie	01/06/2001	PA/a/2002/011902		
		United States of America	Rhodia Chimie	06/01/2001	PCT / FRO 1/01/01707		
R00060	Nouveau Mortier Phosphomagnésien , Procédé D'Obtention De Ce Mortier	France	Rhodia Chimie	05/29/2000	0006836	05/09/2003	00 06836
		European Procedure (Patents)	Rhodia Chimie	05/22/2001	01938304.1		
		Canada	Rhodia Chimie	05/22/2001	2407711		
		International Procedure	Rhodia Chimie	05/22/2001	PCT/FR01/01579		
		Mexico	Rhodia Chimie	05/22/2001	PA/a/20002/011713		
		United States of America	Rhodia Chimie	05/22/2001	10/296790		

Docket Number	Title	Country	Affiliate Owner	Filing Date	Filing Number	Registration Date	Registration Number
R03106	Procede de preparation de phosphate de calcium d'hydroxyapatite sous forme de granules	France	Rhodia Chimie	07/16/2003	03 08660		
R04046	Nouveau procede de preparation de granules de phosphate de calcium voie carbonate	France	Rhodia Chimie	05/06/2004	04 04900		



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## Fax Information Sheet

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Comments:

Please find attached PTO-1595 Recordation Form Cover Sheet and an executed Assignment for U.S. Patent No. 6,808,558

### II. From:

Name Eric E. Grondahl, Registration No. 46,741 Att # 3056

### III. Confirmation:

Telephone No. 1-703-308-9723Name (or Title) USPTO - Assignment DivisionClient/Matter Number 99342.00043

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