


FORM PTO-1595 COMMERCE (Rev. 6-93) Office		U.S. DEPARTMENT OF Patent and Trademark	
<b>RECORDATION FORM COVER SHEET PATENTS ONLY</b>			
To the Commissioner for Patents SERVICES		Attorney Docket No.: 056222-5050	
Please record the attached original documents or copy thereof.			
1. Name of conveying party(ies): <b>Quest International B.V. and Maschmeijer Aromatics B.V. (by Merger)</b>  Additional names of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies):  Name: <b>Quest International Services B.V.</b>  Internal Address:  Street Address: <b>Huizerstraatweg 28</b>  City: <b>Naarden 1411 GP</b> State: <b>Netherlands</b>  Additional name(s) & address(es) attached?  <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance:  <input type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Other <b><u>CERTIFICATE OF MERGER/NAME CHANGE</u></b> <b>Execution Date: January 22, 2004</b>			
4. New 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>10/481,452</b> B. Patent No.(s)  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: <b>Paul N. Kokulis</b>  Internal Address: <b>Morgan, Lewis &amp; Bockius LLP</b> <b>Customer No. 09629</b>  Street Address: <b>1111 Pennsylvania Ave., N.W.</b> City: <b>Washington</b> State: <b>D.C.</b> Zip: <b>20004</b>	6. Total number of applications and patents involved: <b>1</b>  7. Total fee (37 C.F.R. §3.41): <b>\$40.00</b> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account 50-0310  8. Deposit Account No. 50-0310 (Attach duplicate page if paying by deposit account)		
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.  <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">           Paul N. Kokulis, Reg. No. 16,773            Name of Person Signing         </div> <div style="width: 30%; text-align: center;">             Signature         </div> <div style="width: 30%; text-align: right;">           Date: October 18, 2006         </div> </div>			
Total number of pages including cover sheet, attachments and documents: 8			

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## ● NautaDutilh

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Rotterdam, 22 January 2004

## CERTIFICATE OF MERGER/NAME CHANGE

The undersigned:

Maria Francisca Elisabeth de Waard-Preller, civil law notary in Rotterdam,

does hereby certify:

- that by a deed of merger executed on the 31st day of December 2003 the private company with limited liability ("besloten vennootschap met beperkte aansprakelijkheid") at that time named: Maschmeijer Aromatics B.V., having its registered office at that time at 1411 GP Naarden, Huizerstraatweg 28, as acquiring company, and the private company with limited liability ("besloten vennootschap met beperkte aansprakelijkheid") Quest International B.V., having its registered office at that time at 1411 GP Naarden, Huizerstraatweg 28, as disappearing company, entered into a merger which became effective on the 1st day of January 2004, whereby Maschmeijer Aromatics B.V. as the acquiring company acquired the entire assets and liabilities of Quest International B.V. under universal title;
- that by the above described deed of merger executed on the 31st day of December 2003 the aforementioned private company with limited liability ("besloten vennootschap met beperkte aansprakelijkheid") Maschmeijer Aromatics B.V., pursuant to an amendment of its articles of association changed its name into Quest International Services B.V., having its registered office at 1411 GP Naarden, Huizerstraatweg 28, which name change became effective on the first day of January 2004.

Signed at Rotterdam on 22 January 2004.



Nauta Dutilh

Lawyers, Civil-Law Notaries, Tax Consultants

LEGAL MERGER

between

Maschmeijer Aromatics B.V.  
(as the acquiring company)

and

Quest International B.V.  
(as the company ceasing to exist)

as well as

AMENDMENT TO THE ARTICLES OF ASSOCIATION

of

Maschmeijer Aromatics B.V.  
currently named Quest International Services B.V.

deed dated 31 December 2003

Amsterdam  
Brussels  
London  
Luxembourg  
New York  
Rotterdam

*Deed of legal merger*

Today, the thirty-first of December two thousand and three, appeared before me, Mr Maria Francisca Elisabeth de Waard-Preller, civil-law notary in Rotterdam: \_\_\_\_\_  
 Mr Elisabeth Theodora Maria van Veggel, working at my office, civil-law notary at 3014 DA Rotterdam, Weena 750, born at Amhem on the eighth of January nineteen hundred and seventy-six, for the purposes of this document acting as a person holding written power of attorney of: \_\_\_\_\_

1. Maschmeijer Aromatics B.V., a private limited company with registered office at Naarden (address: Huizerstraatweg 28, 1411 GP Naarden, entered in the Register of Companies under number 24321071), \_\_\_\_\_  
 to be referred to hereinafter as: the "Acquiring Company"; and \_\_\_\_\_
2. Quest International B.V., a private limited company with registered office at Naarden (address: Huizerstraatweg 28, 1411 GP Naarden, entered in the Register of Companies under number 32045967), \_\_\_\_\_  
 to be referred to hereinafter as: the "Company Ceasing to Exist". \_\_\_\_\_

The Acquiring Company and the Company Ceasing to Exist to be referred to hereinafter jointly as: the "Merging Companies". \_\_\_\_\_

The party, acting as aforesaid, let it be known that: \_\_\_\_\_

PREAMBLE

- A. ICI Investments (Netherlands) B.V., a private limited company with registered office in Rotterdam (address: Marten Meesweg 51, 3068 AV Rotterdam, entered in the Register of Companies under number 24275870), is the holder of the total issued capital of each of the Merging Companies, which means that the provisions in section 2:333, subsection 2 of the Netherlands Civil Code are applicable to the legal merger; \_\_\_\_\_
- B. the boards of the Merging Companies have drawn up jointly a proposal to effect legal merger, as referred to in section 2:312 in conjunction with section 2:309 in conjunction with section 2:333, subsection 2 of the Netherlands Civil Code, and all members of the board of the Merging Companies have signed said proposal to effect legal merger. Furthermore, the board of the Acquiring Company has drawn up explanatory notes to the proposal to effect legal merger, as referred to in section 2:313, subsection 1 of the Netherlands Civil Code, and all members of the board of the Acquiring Company have signed said explanatory notes; \_\_\_\_\_
- C. the proposal to effect legal merger, together with the documents pursuant to and referred to in section 2:314, subsection 1 of the Netherlands Civil Code, was filed at the office of the Register of Companies of the Chamber of Commerce Gooi- en Bemland on the eighteenth of November two thousand and three; \_\_\_\_\_
- D. on the latter date the documents referred to sub C as well as the documents referred to in section 2:314, subsection 2 of the Netherlands Civil Code were made available for inspection by both the shareholders and those who have a special right with regard to the Company Ceasing to Exist at the office of each

- of the Merging Companies up to the date of legal merger and at the office of the Acquiring Company for six months subsequently; \_\_\_\_\_
- E. on the nineteenth of November two thousand and three the Merging Companies announced said filing at the office of the Register of Companies and at the office of each of the Merging Companies in the newspaper Trouw, in conformity with the provision in section 2:314, subsection 3 of the Netherlands Civil Code; \_\_\_\_\_
- F. the declaration of the clerk of the District Court of Amsterdam attached to this deed evidences that no debtor of one of the Merging Companies objected to the proposed legal merger; \_\_\_\_\_
- G. the general meeting of shareholders of each of the Merging Companies, held on the thirty-first of December two thousand and three, in which the resolution to effect legal merger in accordance with the proposal to effect legal merger was adopted is evidenced by the official minutes drawn up by me, civil-law notary, today; \_\_\_\_\_
- H. the declaration of the board of each of the Merging Companies attached to this deed evidences that following the proposal to effect legal merger no substantial changes in the circumstances have arisen affecting the announcements in the proposal to effect legal merger or in the explanatory notes; \_\_\_\_\_
- I. no right of pledge or right of usufruct has been established on the shares in the capital of the Company Ceasing to Exist, so that such rights cannot be acquired pursuant to this deed. \_\_\_\_\_

#### LEGAL MERGER

The party, acting as aforesaid, declared to proceed to the legal merger in conformity with the proposal to effect legal merger and the explanatory notes thereto referred to sub B ("Merger"), which therefore comes into effect as from the day following today and as a result of which: \_\_\_\_\_

1. the total capital of the Company Ceasing to Exist is transferred to the Acquiring Company under universal title; \_\_\_\_\_
2. the Company Ceasing to Exist will cease to exist by operation of the law; and \_\_\_\_\_
3. the Acquiring Company does not grant any shares to any shareholder of the Merging Companies. \_\_\_\_\_

Subsequently, the party, acting as aforesaid, declared that the Acquiring Company will account for the financial data of the Company Ceasing to Exist with effect from the first of January two thousand and three. \_\_\_\_\_

#### AMENDMENT TO THE ARTICLES OF ASSOCIATION OF THE ACQUIRING COMPANY

Subsequently, the party, acting as aforesaid, declared that the sole shareholder of the Acquiring Company decided, by decision dated the thirteenth of November two thousand and three as referred to in article 14 of the articles of association of the Acquiring Company, to amend the articles of association of the Acquiring Company in the scope of and subject to the condition of said Merger coming into effect. \_\_\_\_\_

To implement said decision the party declared to amend the articles of association of the Acquiring Company taking effect on the date on which the Merger comes into effect, therefore on the first of January two thousand and four, as follows: \_\_\_\_\_

I Article 1 paragraph 1 will read as follows: \_\_\_\_\_

"1. The company is named Quest International Services B.V." \_\_\_\_\_

II Article 2 will read as follows: \_\_\_\_\_

"OBJECTIVE \_\_\_\_\_

Article 2 \_\_\_\_\_

The company's objectives are: \_\_\_\_\_

- a) to manage and exploit the intangible assets of group companies and in particular those of the Quest International division as well as the companies affiliated with it directly and indirectly, in the widest sense of the word, which will include in any case: to acquire, to alienate, to manage and to exploit the legal entitlement to the intangible assets, to provide administrative services to the companies and to conduct research and development activities; \_\_\_\_\_
- b) to provide management services in the widest sense of the word to directly and indirectly affiliated companies, which will include in any case: activities in the field of marketing, product group management, international client management, administrative support, legal and fiscal services; \_\_\_\_\_
- c) to conduct the management of other companies and enterprises; \_\_\_\_\_
- d) to give guarantees, to provide collateral or to warrant performance by a third party otherwise or to bind itself severally or otherwise for liabilities of group companies; and \_\_\_\_\_
- e) to do anything that is related to the above in the widest sense or may be conducive thereto." \_\_\_\_\_

#### FINAL STATEMENT \_\_\_\_\_

Furthermore, the party, acting as aforesaid, declared: \_\_\_\_\_

- a) that by the aforementioned decision of the shareholders dated the thirteenth of November two thousand and three she was designated to apply for the Ministerial declaration of no objection having been raised to the draft of the amendment to the articles of association of the Acquiring Company contained in this deed or to cause such declaration to be applied for and following said declaration having been obtained to cause the notarial deed of amendment to the articles of association to be executed; and \_\_\_\_\_
- b) that the declaration of no objection having been raised as referred to in section 2:235 of the Netherlands Civil Code for the purpose of the amendment to the articles of association of the Acquiring Company was granted, as evidenced by a Ministerial declaration number B.V. 1162712 dated the twenty-first of November two thousand and three attached to this deed. \_\_\_\_\_

#### POWER OF ATTORNEY \_\_\_\_\_

The party has been authorised by two private deeds to the effect of granting power of attorney, which will be attached to this deed immediately following its execution. \_\_\_\_\_

The party is known to me, civil-law notary. \_\_\_\_\_

This deed was executed in Rotterdam on the date first mentioned in this deed. \_\_\_\_\_

When the substance of this deed had been communicated by me, civil-law notary, and explained by me, civil-law notary, to the party, she declared to have acquainted \_\_\_\_\_

herself with the contents of this deed, to agree to its contents and not to desire it to be read out verbatim. \_\_\_\_\_

Subsequently, when its substance had been read out, this deed was signed by the party and by me, civil-law notary. \_\_\_\_\_

E.T.M. van Veggel \_\_\_\_\_

M.F.E. de Waard-Preller, civil-law notary \_\_\_\_\_

ISSUED AS A TRUE COPY

[signature illegible]

[seal of mr M.F.E. de Waard-Preller  
civil-law notary in Rotterdam]

\_\_\_\_\_  
The undersigned, J.S. Luteijn, sworn translator in the English language,  
registered at the District Court of Justice of Amsterdam, hereby declares that  
the above translation is a true and accurate reproduction of the attached text in  
the Dutch language.

## OPMERKINGEN VAN DE VERTALER:

Vertaald alsof er stond:

Considerans, sub C: ..... tezamen met de stukken ingevolge en genoemd in artikel 2:314 lid 1 .....

Statutenwijziging, artikel 2 sub a: ..... exploiteren van de juridische gerechtigdheid tot de immateriële activa .....