

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2006
CONVEYING PARTY DATA	
Name	Execution Date
Nalco Energy Services L.P	01/01/2006
RECEIVING PARTY DATA	
Name:	Nalco Company
Street Address:	1601 W. Diehl Road
City:	Naperville
State/Country:	ILLINOIS
Postal Code:	60563-1198
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	10251006
CORRESPONDENCE DATA	
Fax Number:	(630)305-2906
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(630)305-1000
Email:	rtfaedtke@nalco.com
Correspondent Name:	Nalco Company
Address Line 1:	1601 W. Diehl Road
Address Line 2:	Patent and Licensing Dept.
Address Line 4:	Naperville, ILLINOIS 60563-1198
ATTORNEY DOCKET NUMBER:	5638 P2-NES
NAME OF SUBMITTER:	Michael B. Martin
Total Attachments: 3 source=NES LP Merger#page1.tif	

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NALCO ENERGY SERVICES, L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "NALCO COMPANY" UNDER THE NAME OF "NALCO COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2005, AT 4:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2006, AT 12:02 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4411723

DATE: 12-29-05

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**CERTIFICATE OF MERGER  
MERGING  
NALCO ENERGY SERVICES, L.P.  
WITH AND INTO  
NALCO COMPANY**

Pursuant to Title 8, Section 263 of the Delaware General Corporation Law (the "DGCL") and Title 6, Section 17-211 of the Delaware Revised Uniform Limited Partnership Act (the "DRULPA"), Nalco Company, a Delaware corporation ("Nalco"), does hereby certify the following with respect to the merger (the "Merger"), of Nalco Energy Services, L.P., a Delaware limited partnership ("NES LP"), with and into Nalco:

1. The name and state of organization of each of the constituent entities to the Merger is as follows:

<u>Name</u>	<u>State of Organization</u>
Nalco Company	Delaware
Nalco Energy Services, L.P.	Delaware

2. An Agreement and Plan of Merger, dated as of December 15, 2005 (the "Merger Agreement"), by and among Nalco, Nalco Energy Services Holdings LLC, a Delaware limited liability company ("NES Holdings"), and NES LP, has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited partnership.

3. The name of the surviving entity is Nalco Company, a Delaware corporation and the name of the company being merged into Nalco Company is Nalco Energy Services, L.P., a Delaware limited partnership.

4. The merger is to become effective at 12:02 a.m. on January 1, 2006.


5. The certificate of incorporation of Nalco Company, a Delaware corporation, which is the surviving corporation in the Merger, shall be the certificate of incorporation of the surviving corporation.

6. The executed Merger Agreement is on file at the principal place of business of the surviving corporation, the address of which is 1601 W. Diehl Road, Naperville, IL 60563-1198.

7. A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any shareholder of Nalco and NES Holdings and any partner of NES LP.

IN WITNESS WHEREOF, Nalco Company has caused this Certificate of Merger  
to be executed this 15<sup>th</sup> day of December 2005.

**NALCO COMPANY**

  
By: Stephen N. Landsman  
Its: Vice President, General Counsel  
& Corporate Secretary