

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:		10034661	
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 & Licensing Dept.		
Address Line 4:	Naperville, ILLINOIS 60563-1198		
ATTORNEY DOCKET NUMBER:	7560-NES		
NAME OF SUBMITTER:	Michael B. Martin		
Total Attachments: 3 source=NES LP Merger#page1.tif source=NES LP Merger#page2.tif			

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Delaware

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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 15th day of December 2005.

NALCO COMPANY


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