

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/30/2004
<b>CONVEYING PARTY DATA</b>	
Name	Execution Date
ARCH SPECIALTY CHEMICALS, INC.	11/30/2004
<b>RECEIVING PARTY DATA</b>	
Name:	FUJIFILM ELECTRONIC MATERIALS U.S.A., INC.
Street Address:	80 CIRCUIT DRIVE
City:	NORTH KINGSTOWN
State/Country:	RHODE ISLAND
Postal Code:	02852
<b>PROPERTY NUMBERS Total: 1</b>	
Property Type	Number
Patent Number:	6159653
<b>CORRESPONDENCE DATA</b>	
Fax Number:	(203)327-6401
Phone:	2033274500
Email:	docketing@ogrp.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	Ohlandt, Greeley, Ruggiero & Perle, LLP
Address Line 1:	One Landmark Square
Address Line 2:	Tenth Floor
Address Line 4:	Stamford, CONNECTICUT 06901
ATTORNEY DOCKET NUMBER:	334.5619USU
NAME OF SUBMITTER:	Paul D. Greeley
<b>Total Attachments: 5</b> source=CERTIF OF MERGER TO FUJIFILM#page1.tif source=CERTIF OF MERGER TO FUJIFILM#page2.tif source=CERTIF OF MERGER TO FUJIFILM#page3.tif source=CERTIF OF MERGER TO FUJIFILM#page4.tif source=CERTIF OF MERGER TO FUJIFILM#page5.tif	

**CH \$40.00 6159653**

# Delaware

PAGE 1

The First State

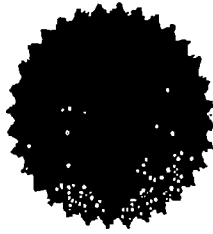
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ARCH SPECIALTY CHEMICALS, INC.", A DELAWARE CORPORATION, WITH AND INTO "FUJIFILM ELECTRONIC MATERIALS U.S.A., INC." UNDER THE NAME OF "FUJIFILM ELECTRONIC MATERIALS U.S.A., INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF NOVEMBER, A.D. 2004, AT 7:23 O'CLOCK P.M.

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

3876145 8100M

040860802



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3511656

DATE: 12-01-04

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:49 PM 11/30/2004  
FILED 07:23 PM 11/30/2004  
SERV 040850802 - 3876145 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

of  
ARCH SPECIALTY CHEMICALS, INC.  
(a Delaware corporation)  
into  
FUJIFILM ELECTRONIC MATERIALS U.S.A., INC.  
(a Delaware corporation)  
(Pursuant to the provisions of Section 253 of the General  
Corporation Law of the State of Delaware)

Pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "GCL"), it is hereby certified that:

1. The name and state of incorporation of each of the constituent corporations of the Merger (as defined below) are as follows:

<u>Name</u>	<u>State of Incorporation</u>
FUJIFILM Electronic Materials U.S.A., Inc.	Delaware
Arch Specialty Chemicals, Inc.	Delaware

2. The name of the surviving corporation is FUJIFILM Electronic Materials U.S.A., Inc., a Delaware corporation.

3. The merger has been authorized by FUJIFILM Electronic Materials U.S.A., Inc. in accordance with the requirements of Section 253(a) of the GCL by the adoption of its Board of Directors on November 23, 2004 of the following resolutions:

"WHEREAS, it is advisable and in the best interest of FUJIFILM Electronic Materials U.S.A., Inc. (the "Corporation") and its wholly-owned subsidiary, Arch Specialty Chemicals, Inc. ("ASCI"), that ASCI merge with and into the Corporation (the "Merger"), so that the Corporation shall continue as the surviving corporation following the Merger on the terms hereinafter described;

NOW THEREFORE, BE IT

RESOLVED, that the Merger, in accordance with the terms and conditions set forth below be, and the same hereby is, in all respects authorized and approved:

(1) ASCI shall be merged with and into the Corporation. The Corporation shall be the surviving corporation from and after the Effective Time of the Merger (as hereinafter defined) and shall continue to exist as the surviving corporation under the name of FUJIFILM Electronic Materials U.S.A., Inc. pursuant to the provisions of the General Corporation Law of the

State of Delaware (the "GCL"). The separate existence of ASCI, as the disappearing corporation, shall cease at the Effective Time of the Merger in accordance with the provisions of the GCL.

(2) The certificate of incorporation of the Corporation at the Effective Time of the Merger shall be the certificate of incorporation of the surviving corporation and will continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the GCL.

(3) The bylaws of the Corporation as in force and effect at the Effective Time of the Merger shall be the bylaws of the surviving corporation and will continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the GCL.

(4) The members of the board of directors and officers of the Corporation in office at the Effective Time of the Merger shall be the members of the board of directors and officers of the surviving corporation. These directors and officers shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation and the provisions of the GCL.

(5) Each issued share of common stock of ASCI shall be canceled without consideration as of the Effective Time of the Merger. The issued shares of the Corporation, as the surviving corporation, shall not be converted or exchanged in any manner, but each said share that is issued as of the Effective Time of the Merger shall continue to represent one issued share of the surviving corporation.

(6) From and after the Effective Time of the Merger, all rights, privileges, powers and franchises of each of the Corporation and ASCI, and all property, real, personal and mixed, and all debts due to either of such constituent corporations shall be vested in the Corporation, and all debts, liabilities and duties of the Corporation and ASCI shall be attached to the Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it.

(7) The disappearing corporation and the surviving corporation will cause to be executed, filed and recorded any document or documents prescribed by the law of the State of Delaware, and will cause to be performed all necessary acts within the States of Delaware and elsewhere to effectuate the merger herein provided for.

(8) The directors and the proper officers of the disappearing corporation and the directors and the proper officers of the surviving corporation are hereby authorized, empowered and directed to do any and all acts and things and to make, execute, deliver, file and record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the Merger.

(9) The time at which the Merger shall become effective (the "Effective Time of the Merger") shall be the time at which this Certificate of Ownership and Merger is filed by the Secretary of State of the State of Delaware.

RESOLVED, that each of the President and the Secretary of the Corporation be, and he hereby is, authorized, empowered and directed in the name and on behalf of the Corporation to do any and all acts and things, and to make, execute, deliver, file and record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect the intent of the foregoing resolutions, and any of the provisions of the Merger; and

RESOLVED, that any acts of any officer of the Corporation, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, be, and hereby are, severally ratified, confirmed, approved and adopted as the acts in the name and on behalf of the Corporation."

[Remainder of Page Deliberately Left Blank -- Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger and affirms the truth of the statements contained herein under penalties of perjury as of November 30, 2004.

FUJIFILM Electronic Materials U.S.A.,  
Inc.

By: Philippe Gouby  
Name: Philippe Gouby  
Title: President