

4/4/01

04-17-2001

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



U.S. Department of Commerce
Patent and Trademark Offices
TRADEMARK

RECORDED 101665738 SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

| | | | |
|--|--|---|--|
| Submission Type | | Conveyance Type | |
| <input checked="" type="checkbox"/> New | | <input type="checkbox"/> Assignment | <input type="checkbox"/> License |
| <input type="checkbox"/> Resubmission (Non-Recordation) | | <input type="checkbox"/> Security Agreement | <input type="checkbox"/> Nunc Pro Tunc Assignment |
| Document ID # <input type="text"/> | | | Effective Date Month Day Year <input type="text"/> |
| <input type="checkbox"/> Correction of PTO Error | | <input checked="" type="checkbox"/> Merger | |
| Reel # <input type="text"/> Frame # <input type="text"/> | | <input type="checkbox"/> Change of Name | |
| <input type="checkbox"/> Corrective Document | | <input type="checkbox"/> Other <input type="text"/> | |
| Reel # <input type="text"/> Frame # <input type="text"/> | | | |

Conveying Party Mark if additional names of conveying parties attached

Name Execution Date Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail Documents to be recorded with required cover sheet(s) information to:

Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

04/17/2001 LMBELLER 04000057 1225657

01 FD:481
01 FD:486

40.00 GP
75.00 GP

TRADEMARK
REEL: 002272 FRAME: 0307

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

| | | |
|----------------------|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

| | | |
|--------------------------------------|--------------------------------------|--------------------------------------|
| <input type="text" value="1225657"/> | <input type="text" value="1274012"/> | <input type="text" value="1213704"/> |
| <input type="text" value="0711066"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

Number of Properties Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

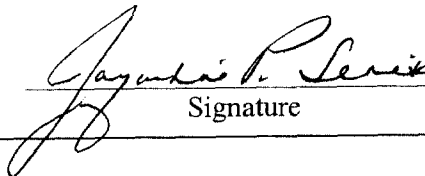
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Jacqueline P. Scheib
Name of Person Signing


Signature

April 3, 2001
Date Signed

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, 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:

"WITCO CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "CK WITCO CORPORATION" UNDER THE NAME OF "CK WITCO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 11:01 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

3046078 B100M

991365833

AUTHENTICATION: 9950175

DATE: 09-01-99

Sent By: INCORPORATING SERVICES LTD;

302 678 0789;

Sep-1-99 2:24PM;

Page 6/8

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 11:01 AM 09/01/1999
 991365833 - 3046078

CERTIFICATE OF MERGER

WITCO CORPORATION

INTO

CK WITCO CORPORATION

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware ("Section 251"), CK Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("CK Witco"), and Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("Witco"), do hereby certify to the following facts relating to the merger (the "Merger") of Witco with and into CK Witco.

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

| <u>Name</u> | <u>State of Incorporation</u> |
|----------------------|-------------------------------|
| CK Witco Corporation | Delaware |
| Witco Corporation | Delaware |

SECOND: An Agreement and Plan of Reorganization, dated as of May 31, 1999, as amended (the "Agreement"), by and among Crompton & Knowles Corporation, a Massachusetts corporation and the predecessor of CK Witco, CK Witco, and Witco, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251.

THIRD: The name of the surviving corporation, which shall be a Delaware corporation, is "CK Witco Corporation" (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of CK Witco shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Agreement is on file at the office of the Surviving Corporation at the following address:

CK Witco Corporation
 One Station Place, Metro Center
 Stamford, Connecticut 06902

SIXTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

Spnt. By: INCORPORATING SERVICES LTD;

302 678 0789;

Sep-1-99 2:24PM;

Page 7/8

IN WITNESS WHEREOF, CK WITCO and Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 5:00 p.m. on September 1, 1999.

ATTEST:

CK WITCO CORPORATION

By: [Signature]
Name: John T. Ferguson II
Title: Senior Vice President, General Counsel and Secretary

By: [Signature]
Name: Vincent A. Calarea
Title: President and Chief Executive Officer

ATTEST:

WITCO CORPORATION

By: [Signature]
Name: Alexandre I. Graf
Title: Assistant Secretary

By: [Signature]
Name: E. Gary Cook
Title: Chairman of the Board, President and Chief Executive Officer

