

09-20-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings => => =>

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Witco Corporation 09.17.02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name of address of receiving party(ies)
Name: CK Witco Corporation
Internal Address:
Street Address: One American Lane
City: Greenwich State: CT Zip: 06831
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: September 1, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 0740140 0733634
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jacqueline P. Scheib
Internal Address:
Street Address: Robinson & Cole LLP
280 Trumbull Street
City: Hartford State: CT Zip: 06103

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41) \$65.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 18-1685
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Jacqueline P. Scheib Name of Person Signing
Signature
9/17/02 Date

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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01 FC:481
02 FC:482

OFFICE OF PUBLIC RECORDS
SEP 17 AM 10:58
FINANCE SECTION

State of Delaware
Office of the Secretary of State PAGE 1

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:

"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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3046078 8100M

AUTHENTICATION: 1164061

010261142

DATE: 05-31-01

TRADEMARK

REEL: 002585 FRAME: 0302

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:

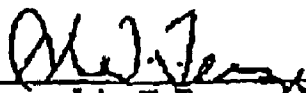
CK Witco Corporation
One Station Place, Metro Center
Stamford, Connecticut 06902

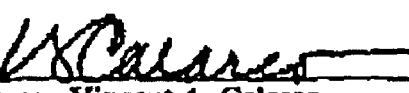
SIXTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

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

By: 
Name: Vincent A. Calarco
Title: President and Chief Executive Officer

ATTEST:

WITCO CORPORATION

By: _____
Name: Alexandra I. Graf
Title: Assistant Secretary

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

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

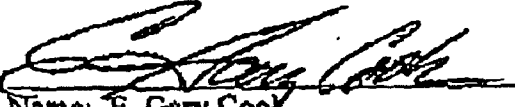
By: _____
Name: John T. Ferguson II
Title: Vice President, General Counsel
and Secretary

By: _____
Name: Vincent A. Calarco
Title: President and Chief Executive
Officer

ATTEST:

WITCO CORPORATION

By:  _____
Name: Alexandra J. Graf
Title: Assistant Secretary

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