



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

102468977

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

Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies): **6-5-03**
Witco Corporation
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: CK Witco Corporation
Internal
Address: _____
Street Address: Benson Road
City: Middlebury State: CT Zip: 06749
 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
(Designations must be a separate document from assignment)
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)
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2388336

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:
7. Total fee (37 CFR 3.41) 40
 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)

FINANCE SECTION
JUN 5 2 40 PM '03

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 Jacqueline P. Scheib Signature June 5, 2003 Date

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

06/09/2003 DBYRNE 00000094 2388336 Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231
01 FC:8521 40.00 DP

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

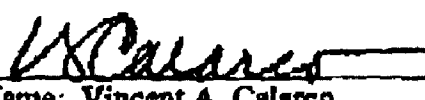
SIXTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

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

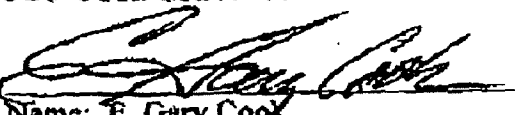
By: _____
Name: John T. Ferguson II
Title: Vice President, General Counsel
and Secretary

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

ATTEST:

WITCO CORPORATION

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

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

280 Trumbull Street
Hartford, CT 06103-3597
Main (860) 275-8200
Fax (860) 275-8299
jscheib@rc.com
Direct (860) 275-8285

Also admitted in New York

Via Express Mail

June 5, 2003

Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Re: Recordation of Merger against U.S. Trademark
Registration No. 2,388,336 for the mark **XL-PEARL**

Dear Sir or Madam:

Kindly record the enclosed merger of Witco Corporation with and into CK Witco Corporation against the above-identified U.S. trademark.

In support of my request, I enclose the following:

1. Recordation form cover sheet for trademarks only, Form PTO-1594; and
2. A copy of the Certificate of Merger of Witco Corporation and CK Witco Corporation issued by the Secretary of the State of Delaware.

A check in the amount of \$40.00 is enclosed to cover the recordation fees. If additional fees are required, please charge Deposit Account No. 18-1685. Also, please date stamp the enclosed postcard acknowledging receipt of this letter and return as addressed.



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HART1-1104063-1
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TRADEMARK
REEL: 002749 FRAME: 0644

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

RECORDED: 06/05/2003

TRADEMARK
REEL: 002749 FRAME: 0645