

12-10-98

RE

12-11-1998

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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Tab settings



To the Honorable Commissioner of F

100858969

attached original documents or copy thereof.

1. Name of conveying party(ies):

GenLime Group, L.P. (Merged into GenLime Holdings, Inc. by Certificate of Merger and filed with the Delaware Secretary of State on December 7, 1998).

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 7, 1998

2. Name and address of receiving party(ies)

Name: GenLime Holdings, Inc.

Internal Address:

Street Address: 21880 State Road Route 163

City: Genoa State: OH ZIP: 43430-9740

- 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED EXHIBIT "A"

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Raymond Walheim, Esq.

Internal Address:

Street Address: c/o McCausland, Keen & Buckman
Radnor Court, Suite 160
259 North Radnor-Chester Road

City: Radnor State: PA ZIP: 19087

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41).....\$ 190.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

12/14/1998 SSMTH 00000003 160710

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
 02 FC:482 150.00 DP
 03 FC:484 120.00 DP

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.

Raymond K. Walheim, Esq.
Name of Person Signing

[Signature]
Signature

12/9/98
Date

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

EXHIBIT "A"

TO

RECORDATION FORM COVER SHEET (TRADEMARKS)

GENLIME GROUP, L.P. (Conveying Party)
GENLIME HOLDINGS, INC. (Receiving Party)

U.S. TRADEMARKS

<u>MARK</u>	<u>REG. NO.</u>
Ivory	R0160710
Snowdrift	R0076582
Mortaseal	R0564262
Bondcrete	R1019406
Grand Prize	R0533411
Kemidol	R0352338
Niagara	R2151156

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:

"GENLIME GROUP, L.P.", A DELAWARE LIMITED PARTNERSHIP,
WITH AND INTO "GENLIME HOLDINGS, INC." UNDER THE NAME OF
"GENLIME HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE SEVENTH DAY OF DECEMBER, A.D. 1998, AT 1
O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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981468499

AUTHENTICATION: 9443571

TRADEMARK
DATE: 12-07-98
REEL: 1777 FRAME: 0613

CERTIFICATE OF MERGER

merging

GENLIME GROUP, L.P. (Delaware Limited Partnership)

into

GENLIME HOLDINGS, INC. (Delaware Corporation)

**(Pursuant to Section 17-211 of the Delaware Revised Uniform Limited Partnership Act
and Section 263 of the Delaware Corporation Law)**

GENLIME HOLDINGS, INC., a Delaware corporation (the "Surviving Corporation"),

hereby certifies that:

1. The names and states of incorporation or domicile, respectively, of each of the constituent entities are:

GenLime Group, L.P., a Delaware limited partnership
GenLime Holdings, Inc., a Delaware corporation

2. An Agreement and Plan of Merger (the "Plan of Merger") has been approved, adopted, certified, executed and acknowledged by GenLime Group, L.P., a Delaware limited partnership, and each of the constituent entities.

3. The name of the Surviving Corporation is GenLime Holdings, Inc.

4. The executed Plan of Merger is on file at the principal place of business of the Surviving Corporation. The address is 21880 State Route 163, Genoa, Ohio 43430-9704.

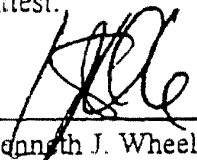
5. A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any partner of GenLime Group, L.P. or any stockholder of the constituent corporation.

6. This Certificate of Merger shall be effective upon filing with the Secretary of State of the State of Delaware.

7. The Certificate of Incorporation of GenLime Holdings, Inc., a Delaware Corporation, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

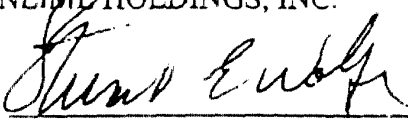
IN WITNESS WHEREOF, GenLime Holdings, Inc. has caused this Certificate of Merger to be signed by a duly authorized officer and attested by another such officer this 1st day of December, 1998.

Attest:



Kenneth J. Wheeler, Secretary

GENLIME HOLDINGS, INC.

By: 

Stuart E. Wolfe, President