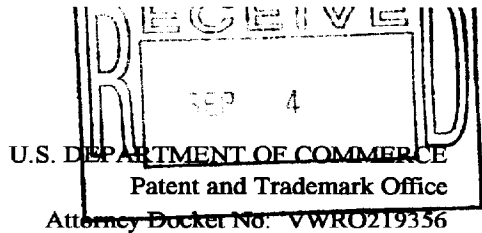


MPD
8-31-98 RE

09-14-1998



100825935



To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): *MPD*
~~_____~~
Weskem-Hall, Inc.

Individuals Association
 General Partnership Limited Partnership
 Corporation-State of Nebraska
 Other _____

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

2. Name and address of receiving party(ies):
 Name: Van Waters & Rogers Inc.
 Address: 6100 Carillon Point
 City: Kirkland State: WA ZIP: 98033

Individual(s) citizenship _____
 Association State of _____
 General Partnership State of _____
 Limited Partnership State of _____
 Corporation-State State of Washington
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation 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: August 11, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No(s).
 B. Trademark Registration No(s). 1,817,642

Additional numbers attached? Yes No

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

KiSong Kim Lang-Caditz, Esq.
 CHRISTENSEN O'CONNOR
 JOHNSON & KINDNESS^{PLLC}
 1420 Fifth Avenue
 Suite 2800
 Seattle, WA 98101-2347
 (206) 224-0715

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Check No. _____ in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

KiSong Kim Lang-Caditz *Ki Song Kim Lang-Caditz* *August 31, 1998*
 Name of Attorney or Agent Signature Date
 Direct Dial (206) 224-0715 Total number of pages including cover sheet, attachments and document: 3

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on 8/31/98

Date: August 31, 1998 *R. Volynsky*

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TRADEMARK
FC:481

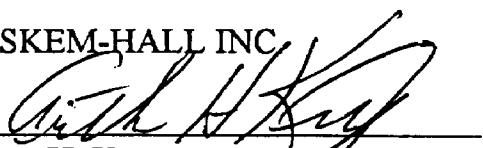
TRADEMARK ASSIGNMENT

WHEREAS, WESKEM-HALL INC., a Nebraska corporation, located at 10850 Richmond Avenue, Suite 125, Houston, Texas 77042, has adopted and used, and, is the owner of the trademark NEUTRA-CLA used for Clay Stabilizer Which Replaces Potassium Chloride for Use in the Oil and Gas Industry, including Registration No. 1,817,642 in the United States Patent Office; and

WHEREAS, VAN WATERS & ROGERS INC., a Washington corporation, located at 6100 Carillon Point, Kirkland, Washington 98033, is desirous of acquiring the mark and the registrations therefor;

NOW, THEREFORE, for and in consideration of the premises and other good and valuable consideration, receipt of which is hereby acknowledged, WESKEM-HALL INC. does hereby assign and transfer to VAN WATERS & ROGERS INC. all right, title and interest in and to the trademark, the registrations therefor, and inventory, packaging materials, formulae, and customer lists, together with that part of the goodwill of the business symbolized by said trademark.

WESKEM-HALL INC



Arthur H. Krantz
Vice President, Treasurer and
Assistant Secretary

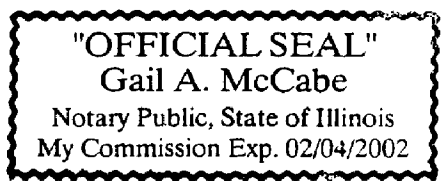
Date: 8-11-98

THE STATE OF ILLINOIS

COUNTY OF Cook

§
§
§

This instrument was acknowledged before me on the 11th day of August 1998,
by ARTHUR H. KRANTZ, VICE PRESIDENT of Weskem-Hall Inc.,
a Nebraska corporation, on behalf of said corporation.



Gail A. McCabe
Notary Public in and for the
State of ILLINOIS

GAIL A. McCABE
(Printed Name of Notary)

My Commission Expires: 2/4/2002