

12-11-98RI

01-15-1999

1 SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

T-6462

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



-Y

Tab settings

To the Honorable Commissioner of

100944321

attached original documents or copy thereof.

1. Name of conveying party(ies):

CASTROL LIMITED

- Individual(s)
- General Partnership
- Corporation-State
- Other a U.K. Limited Liability Co.
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Ely Chemical Company Limited

Internal Address: \_\_\_\_\_

Street Address: 1 Sugar House Lane  
Stratford, London

~~XXX~~ ENGLAND ~~STATE~~ ZIP: E15

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other a U.K. Limited Liability Co.

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
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: November 30, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,834,228

Additional numbers attached?  Yes  No

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

Name: Martin P. Hoffman, Esq.

Internal Address: \_\_\_\_\_

HOFFMAN, WASSON & GITLER, P.C.

Street Address: 2361 Jefferson Davis Hwy.  
Suite 522

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2455 (Deficiencies Only)

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

12/15/1998 DMSUYEN 00000098 1834228

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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.

Martin P. Hoffman  
Name of Person Signing

Martin P. Hoffman  
Signature

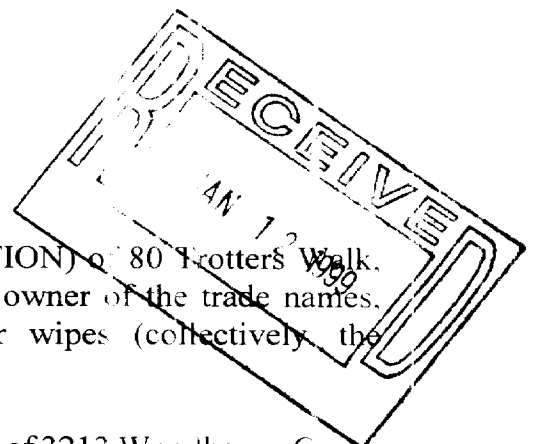
12/11/98  
Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK  
REEL: 1840 FRAME: 0394

**TRADEMARK ASSIGNMENT**



**WHEREAS**, ELKAY U.S.A. INC. (GEORGIA CORPORATION) of 80 Trotters Walk, Covington, GA 30209 (hereinafter called the "ASSIGNOR"), is the owner of the trade names, trademarks and service marks of Tough Wipes™, hand cleaner wipes (collectively the "Trademarks")

**WHEREAS**, ALPHA CONCEPTS INC. with a mailing address of 3213 Woodhaven Court, Conyers, GA 30094, (hereinafter called the "ASSIGNEE") desires to acquire the entire right, title and interest in and to the Trademarks, and the registration thereof, together with all inventory, literature, sourcing materials, any and all marketing rights, manufacturing control and abilities, and that part of the good will of the business connected with the use of and symbolized by the Trademarks:

**WHEREAS**, ASSIGNOR executes this Assignment for the purpose of assigning the Trademarks to ASSIGNEE and for the purpose of recording ASSIGNEE'S ownership of the Trademarks at the United States Patent and Trademark Office;

**WHEREAS**, ASSIGNOR will sign all necessary documentation to effectuate the transfer pursuant to this Assignment.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign, transfer and confirm unto said ASSIGNEE all its entire right, title and interest in and to the Trademarks and any pending applications therefor, together with that part of the good will of its business connected with the Trademarks, as well as the right to sue for past, present or future infringements thereof.

**IN WITNESS WHEREOF**, the ASSIGNOR caused this Assignment to be executed by its duly authorized officer, as of the date indicated below.

DATED: 1/4/99

NAME: Larry Owens

TITLE: President, ELKAY U.S.A. INC.

SIGNED: *Larry Owens*

WITNESSED:

*Kevin Mullins*  
Notary Public

My Commission Expires March 16, 1999.

ARTICLES OF AMENDMENT

OF

ELKAY U.S.A., INC.

Pursuant to O.C.G.A. § 14-2-1006 of the Georgia Business Corporation Code, Elkay U.S.A., Inc. a Georgia Corporation, hereby submits the following Articles of Amendment:

1.

The name of the corporation is Elkay U.S.A., Inc. (the "Corporation") and the corporation has been chartered in the State of Georgia.

2.

Article 1 of the Articles of Incorporation is hereby amended (the "Amendment") as follows:

The name of the Corporation shall be changed from Elkay U.S.A., Inc. to Alpha Concepts, Inc.

3.

In all other respects, the Articles of Incorporation are hereby ratified and affirmed.

4.

The Amendment was duly adopted on the 6th day of February, 1997.

5.

The foregoing Amendment was duly approved by the Shareholders of the Corporation in accordance with the provisions of O.C.G.A. § 14-2-1003 and the Board of Directors of the Corporation in


accordance with the provisions of O.C.G.A. § 14-2-1002 (a) (6) of the Georgia Business Corporation Code.

6.

The Registered Agent of the Corporation shall be Stanley M. Baum whose office address is 3151 Maple Drive, N. E., Atlanta, GA 30305.

IN WITNESS WHEREOF, Elkay U.S.A, Inc. has caused these Articles of Amendment to be executed by its duly authorized officers effective on this 6th day of February, 1997.

ELKAY U.S.A., INC.

By:   
Richard Larry Owens  
Its President

SECRETARY OF STATE  
FEB 7 10 31 AM '97  
BSR (4)

**Secretary of State**  
**Business Information and Services**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 970430748  
CONTROL NUMBER: 9423932  
EFFECTIVE DATE: 02/07/1997  
REFERENCE : 0064  
PRINT DATE : 02/12/1997  
FORM NUMBER : 611

BATES & BAUM, ATTORNEYS AT LAW  
STANLEY M. BAUM  
3151 MAPLE DRIVE, N. E.  
ATLANTA GA 30305

**CERTIFICATE OF NAME CHANGE AMENDMENT**

I, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

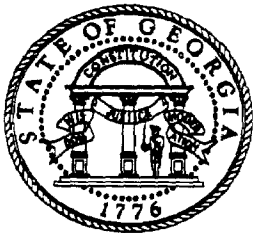
**ELKAY U.S.A. INC.**  
**A DOMESTIC PROFIT CORPORATION**

has filed articles of amendment in the office of the Secretary of State changing its name to

**ALPHA CONCEPTS, INC.**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE

**TRADEMARK**  
**REEL: 1840 FRAME: 0398**

John Venn & Sons  
Notaries Public & Translators

9 Aldrich London WC2E 4J

Telephone 0171 395 4300

Fax 0171 395 4310

Mobile 0171 395 4310

E-mail notary@john-venn.co.uk

I, JESSICA MARGARET REEVE, a duly admitted Notary Public, having jurisdiction throughout England and Wales and practising in London, England, hereby certify:

1. THAT the Assignment annexed hereto was signed for and on behalf of CASTROL LIMITED by STEPHEN TONY BERRY, Trade Mark Officer of the said Company;

2. THAT the said Company is duly incorporated and existing under English Law, having its Registered Office at Burmah Castrol House, Pipers Way, Swindon, Wiltshire SN3 1RE, England;

3. AND THAT the said Assignment, being so signed, is duly executed on behalf of and binding on the said Company.

IN WITNESS whereof I have issued this Certificate under my signature and Seal of Office at London, aforesaid, the thirtieth day of November One thousand nine hundred and ninety eight.

FD-362 (2-78) FORM: Assignment of Registered Trademark or Pending Application to Successor Company

Whereas CASTROL LIMITED of Burnah Castrol House, Pipers Way, Swindon, Wiltshire, SN3 1RF has adopted, used, is using a mark which is registered in the United States Patent and Trademark Office:

Trademark	Registration No	Date of Registration
FERROMOR	1,834,228	3 MAY 1994

and whereas ELY CHEMICAL COMPANY LIMITED of 1 Sugar House Lane, Stratford, London, E15 2QN is desirous of acquiring said mark and the registration thereof

NOW THEREFORE, in consideration of the sum of one dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, CASTROL LIMITED, hereby assigns to ELY CHEMICAL COMPANY LIMITED all right, title and interest in the United States in and to said trademarks and said registrations therefor, together with the goodwill of the business symbolized by said trademarks and the registration thereof

Signed at.....this.....day of.....1998

CASTROL LIMITED

By   
Name: Stephen Tony Berry  
Title: Trade Mark Officer

On this .....day of.....1998 personally appeared ..... the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of its successor and assignee ELY CHEMICAL COMPANY LIMITED and pursuant to authority duly received.

.....  
Notary Public