

02-08-1999

TRADEMARKS ONLY

To The Honorable Commissioner of Patents
Please record the attached original

SECTION ONLY



100958778

440 Denniston
Wheeling, Illinois 60090

ME 2-4-99

1. Name of Party(ies) conveying an interest:
Nalco Chemical Company
1 Nalco Ctr.
Naperville, Illinois 60563

Entity:
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Delaware
 Other

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

3. Interest Conveyed:
 Assignment Change of Name
 Security Agreement Merger
 Other

Execution Date: January 22, 1999

2. _____
an _____

Entity:
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Delaware
 Other

Citizenship: _____

If 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) and address(es) attached?

Yes No

4. Application number(s) or registration number(s). Additional numbers attached? Yes No

A. Trademark Application No(s).

B. Trademark Registration No(s).
1,358,700

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

Thomas P. White
Holleb & Coff
Suite 4100
55 East Monroe Street
Chicago, IL 60603

6. Total number of applications and registrations involved:

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

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

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01 FC:481 40.00 DP

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.

Thomas P. White
Name of Person Signing

Signature

2/3/99
Date

Total number of pages comprising cover sheet:

ASSIGNMENT OF TRADEMARK

WHEREAS, Nalco Chemical Company, a corporation duly organized and existing under the laws of the state of Delaware, United States of America with its principal place of business at Naperville, Illinois, United States of America, has adopted, used and is using the trademark WINTER POW-R PLUS (Reg. No. 1358700, registered 9/10/85).

WHEREAS, The Penray Companies, Inc., a corporation duly organized and existing under the laws of the state of Delaware, with its principal place of business at 440 Denniston Wheeling, IL 60090, is desirous of acquiring said mark and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Nalco Chemical Company does hereby assign unto The Penray Companies Inc., all rights, title and interest in and to the said mark, together with the goodwill of the business symbolized by the registration thereof.

Nalco Chemical Company

KAC By: [Signature]

Title: Sr. Vice President

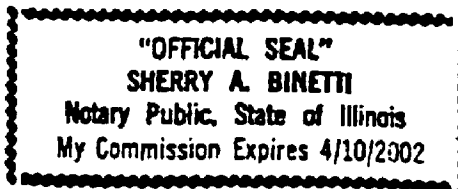
Date: 1-29-99

STATE OF Illinois)
COUNTY OF DuPage) SS

Subscribed to and sworn to before me this 29th day of January, 1999.

Notary Public

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TRADEMARK
REEL: 1849 FRAME: 0554

RECORDED: 02/04/1999