

RECORDATION FORM CC TRADEMARKS

03-30-1999

DEPT. OF COMMERCE Trademark Office



Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please recd.

100998968

hereof.

1. Name of conveying party(ies):

THE MORIE COMPANY, INC. 1201 N. HIGH STREET MILLVILLE, NJ 08332

2. Name and address of receiving party(ies)

Name: UNIMIN CORPORATION

Internal Address:

Street Address: 258 ELM STREET

City: NEW CANAAN State: CT ZIP: 06840

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

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

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

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: DECEMBER 4, 1996

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,946,544 1,882,960 1,838,041

Additional numbers attached? Yes No

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

Name: WILLIAM C. CRUTCHER, ESQ.

Internal Address: GAGER & PETERSON, LLP

Street Address: ONE EXCHANGE PLACE

P.O. BOX 2480

City: WATERBURY State: CT ZIP: 06722-2480

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- 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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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.

WILLIAM C. CRUTCHER

Name of Person Signing

Signature

Signature

March 16, 1999

Date

Total number of pages including cover sheet, attachments, and document: 7

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

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Office of the Secretary of State

5212-063-2

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 OWNERSHIP, WHICH MERGES:

"THE MORIE COMPANY, INC.", A NEW JERSEY CORPORATION,
WITH AND INTO "UNIMIN CORPORATION" UNDER THE NAME OF "UNIMIN CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF DECEMBER, A.D. 1996, AT 8:30 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8224464

DATE:

12-05-96

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12-4-96

**CERTIFICATE OF OWNERSHIP AND MERGER
OF THE MORIE COMPANY, INC.
WITH AND INTO UNIMIN CORPORATION**

UNIMIN CORPORATION (the "Surviving Corporation"), a corporation organized under the laws of Delaware, hereby submits this Certificate of Ownership and Merger for the purpose of merging its subsidiary corporation, THE MORIE COMPANY, INC. (the "Merging Corporation"), a corporation organized under the laws of New Jersey, with and into the Surviving Corporation pursuant to the provisions of Delaware Code Title 8, Section 253, and New Jersey Business Corporation Act, Sections 14A: 10-7(4) and 14A: 10-5.1.

A. The Surviving Corporation owns all the capital stock of the Merging Corporation.

B. The following resolution was duly approved and adopted by the Board of Directors (acting by a duly constituted committee thereof known as the "Ad Hoc Morie Merger Committee" expressly "authorized and empowered to adopt a Certificate of Ownership and Merger pursuant to Delaware Code Title 8, Section 253" by the Board of Directors of the Surviving Corporation) of the Surviving Corporation in the manner prescribed by law on December 3, 1996:

RESOLVED that the following Plan of Merger calling for the merger of The Morie Company, Inc. with and into the Corporation is hereby approved and adopted:

**UNIMIN CORPORATION
THE MORIE COMPANY, INC.
PLAN OF MERGER**

1. The Morie Company, Inc., a New Jersey corporation (the "Merging Corporation"), is a wholly-owned subsidiary of Unimin Corporation, a Delaware corporation (the "Surviving Corporation").

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2. The Merging Corporation will merge with and into the Surviving Corporation, effective as of the filing of the appropriate Certificate of Ownership and Merger with the Secretary of State for the State of Delaware and the filing of the appropriate Certificate of Merger with the Secretary of State of the State of New Jersey (the "Effective Time"). The Surviving Corporation will be the surviving corporation of the merger.

3. After the merger, the Surviving Corporation will continue to have the name Unimin Corporation.

4. The merger of the Merging Corporation into the Surviving Corporation will be effected pursuant to the terms and conditions of this Plan. At the Effective Time, the corporate existence of the Merging Corporation will cease, and the corporate existence of the Surviving Corporation will continue.

5. At the Effective Time, the outstanding shares of the corporations participating in the merger will be affected as follows:

a. Surviving Corporation: The outstanding shares of the Surviving Corporation will not be converted, exchanged or altered in any manner as a result of the merger and will remain outstanding as shares of the Surviving Corporation.

b. Merging Corporation: Each outstanding share of the Merging Corporation shall be cancelled as a result of the merger.

6. The Certificate of Incorporation of the Surviving Corporation is not amended under this Plan.

7. After approval of this Plan by the Ad Hoc Merger Committee of the Board of Directors of the Surviving Corporation, and at any time before the merger's Effective Time, the Board of Directors of the Surviving Corporation may, in its discretion, terminate or amend this Plan of Merger.

This 3rd day of December, 1996.

UNIMIN CORPORATION

By:



Kevin F. Crawford
President

MGF

CERTIFICATE OF MERGER

FILED

of

DEC 4 1996

THE MORIE COMPANY, INC.

LONNA R. HOOKS
Secretary of State

with and into

UNIMIN CORPORATION

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The undersigned corporation, organized under the laws of the State of Delaware, in order to effect a merger of its wholly owned subsidiary, The Morie Company, Inc., a New Jersey corporation, with and into itself, pursuant to Section 253 of the Delaware General Corporation Law and Sections 14A:10-7(4) and 14A:10-5.1 of the New Jersey Business Corporation Act, hereby certifies:

FIRST: The name of the surviving corporation is Unimin Corporation; the name of the merged corporation is The Morie Company, Inc.

SECOND: The Plan of Merger is attached hereto as Exhibit A.

THIRD: There being no requirement for shareholder approval for merger contained within the Restated Certificate of Incorporation of the parent corporation or within the Certificate of Incorporation as amended of the subsidiary corporation, the date of approval of the Plan of Merger by the Board of Directors (acting by a duly and expressly authorized committee thereof) of Unimin Corporation, the parent corporation, was December 3, 1996.

FOURTH: The number of outstanding shares of each class and series of The Morie Company, Inc. and the number of shares of each such class and series owned by Unimin Corporation is:

<u>Class/Series</u>	<u>Number of Shares Outstanding</u>	<u>Owned by Unimin Corporation</u>	<u>Percentage Owned by Unimin Corp.</u>
Common	3124	3124	100%

FIFTH: Unimin Corporation, the surviving corporation, is duly qualified to transact business within the State of New Jersey and is conducting business within the State of New Jersey and has a duly appointed and registered agent for service of

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process in New Jersey.

SIXTH: Unimin Corporation owns 100% of the shares of The Morie Company, Inc. and therefore there are no dissenting shareholders.

IN WITNESS WHEREOF, Unimin Corporation has caused its duly authorized officer to execute this Certificate on this 3rd day of December, 1996.

UNIMIN CORPORATION

By: Kevin F. Crawford

Name: Kevin F. Crawford
Title: President and Chief
Executive Officer

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EXHIBIT A

**UNIMIN CORPORATION
THE MORIE COMPANY, INC.
PLAN OF MERGER**

1. The Morie Company, Inc., a New Jersey corporation (the "Merging corporation"), is a wholly-owned subsidiary of Unimin Corporation, a Delaware corporation (the "Surviving Corporation").

2. The Merging Corporation will merge with and into the Surviving Corporation, effective as of the filing of the appropriate Certificate of Ownership and Merger with the Secretary of State for the State of Delaware and the filing of the appropriate Certificate of Merger with the Secretary of State of the State of New Jersey (the "Effective Time"). The Surviving Corporation will be the surviving corporation of the merger.

3. After the merger, the Surviving Corporation will continue to have the name Unimin Corporation.

4. The merger of the Merging Corporation into the Surviving Corporation will be effected pursuant to the terms and conditions of this Plan. At the Effective Time, the corporate existence of the Merging Corporation will cease, and the corporate existence of the Surviving Corporation will continue.

5. At the Effective Time, the outstanding shares of the corporations participating in the merger will be affected as follows:

a. Surviving Corporation: The outstanding shares of the Surviving Corporation will not be converted, exchanged or altered in any manner as a result of the merger and will remain outstanding as shares of the Surviving Corporation.

b. Merging Corporation: Each outstanding share of the Merging Corporation shall be cancelled as a result of the merger.

6. The Certificate of Incorporation of the Surviving Corporation is not amended under this Plan.

7. After approval of this Plan by the Ad Hoc Morie Merger Committee of the Board of Directors of the Surviving Corporation, and at any time before the merger's Effective Time, the Board of Directors of the Surviving Corporation may, in its discretion, terminate or amend this Plan of Merger.

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