

02-17-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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482 175
484 120

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2-16-00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Execution Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

Address

Address

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail document to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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01 FC:481 40.00 CH
02 FC:482 175.00 CH
03 FC:484 120.00 CH

TRADEMARK
REEL: 001990 FRAME: 0888

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Numbers(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text" value="1,136,191"/>	<input type="text" value="1,271,423"/>	<input type="text" value="1,332,720"/>
<input type="text" value="1,379,869"/>	<input type="text" value="1,327,800"/>	<input type="text" value="1,035,999"/>
<input type="text" value="1,211,133"/>	<input type="text" value="1,138,396"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved:

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Pauline L. Wen, Esq.



December 29, 1999

Name of Person Signing

Signature

Date Signed

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STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE



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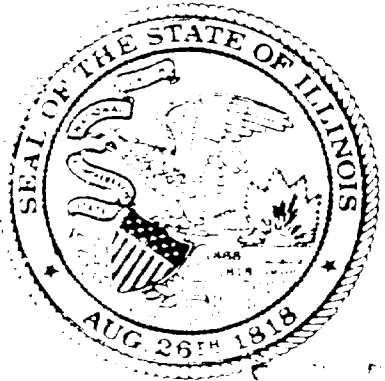
Whereas, ARTICLES OF MERGER OF
TAMMS INDUSTRIES CO.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois.*

at the City of Springfield, this 27th *day of* December *A.D. 19* 91 *and of the Independence of the United States the two hundred and* 16th



George H. Ryan
SECRETARY OF STATE

**ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE**

File #

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

FILED
DEC 27 1991
GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date

12/27/91

Filing Fee

\$ 150.00

Approved:

-82-019059

DO NOT SEND CASH!
Remit payment in check or money
order, payable to "Secretary of State."
Filing Fee is \$100, but if merger or con-
solidation of more than 2 corporations,
\$50 for each additional corporation.

1. Names of the corporations proposing to ~~consolidate~~ ^{merge} ~~exchange shares~~, and the state or country of their incorporation:

Name of Corporation	State or Country of Incorporation
Tamms Industries Co.	Illinois
Glessner Corporation, Inc.	California
Ohio Sealants, Inc.	Ohio

2. The laws of the state or country under which each corporation is incorporated permit such merger, consolidation or exchange.

3. (a) Name of the ^{surviving} ~~new~~ corporation: Laporte Construction Chemicals North America, Inc.
~~acquiring~~ (formerly known as Tamms Industries Co.)

(b) it shall be governed by the laws of: Illinois

4. Plan of ^{merger} ~~consolidation~~ ~~exchange~~ is as follows: See Exhibit A attached hereto and made a part hereof by reference.

If not sufficient space to cover this point, add one or more sheets of this size.

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DEPT-01 RECORDINGS

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#3373 # 4-92-11 1 259
COOK COUNTY RECORDS

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7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
N/A		

b. The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was N/A, 19 .

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 20, 19 91

Tamms Industries Co.

attested by Mary E. Willard
(Signature of ~~Secretary~~ or Assistant Secretary)

by John D. Ring
(Signature of ~~President~~ or Vice President)

Mary E. Willard, Asst. Secretary
(Type or Print Name and Title)

John D. Ring, Vice President
(Type or Print Name and Title)

Dated December 20, 19 91

Glessner Corporation, Inc.

attested by Mary E. Willard
(Signature of ~~Secretary~~ or Assistant Secretary)

by John D. Ring
(Signature of ~~President~~ or Vice President)

Mary E. Willard, Asst. Secretary
(Type or Print Name and Title)

John D. Ring, Vice President
(Type or Print Name and Title)

Dated December 20, 19 91

Ohio Sealants, Inc.

attested by Mary E. Willard
(Signature of ~~Secretary~~ or Assistant Secretary)

by John D. Ring
(Signature of ~~President~~ or Vice President)

Mary E. Willard, Asst. Secretary
(Type or Print Name and Title)

John D. Ring, Vice President
(Type or Print Name and Title)

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PLAN OF MERGER

Plan of Merger (the "Plan") of GLESSNER CORPORATION, INC. ("Glessner"), a California corporation, and OHIO SEALANTS, INC. ("OSI"), an Ohio Corporation, with and into TAMMS INDUSTRIES CO. ("Tamms").

The following summarizes the basic terms and conditions of the merger between the aforesaid parties:

ARTICLE 1

MERGER OF GLESSNER AND OSI WITH AND INTO TAMMS

1.1 The Merger. At the Effective Time (as hereinafter defined), subject to the terms and conditions of this Plan and in accordance with the Business Corporation Act of the State of Illinois (the "Illinois Business Corporation Act"), Glessner and OSI shall be merged with and into Tamms (the "Merger"), the separate existence of Glessner and OSI (except as may be continued by operation of law) shall cease, and Tamms shall continue as the surviving corporation. The Merger shall have the effects set forth herein and the effects set forth in the Illinois Business Corporation Act.

1.2 Effective Date and Time of Merger. The Articles of Merger shall provide that the Merger shall be effective December 31, 1991 at 11:59 p.m. (the "Effective Date and Time").

ARTICLE 2

NAME CHANGE OF SURVIVING CORPORATION

2.1 Name Change. At the Effective Date and Time, the name of the surviving corporation shall be changed to LAPORTE CONSTRUCTION CHEMICALS NORTH AMERICA, INC.

ARTICLE 3

CANCELLATION OF SHARES

3.1 Cancellation of Shares. At the Effective Date and Time, by virtue of the Merger and without any action on the part of Glessner, OSI or the holders of the following securities, each share of no par value common stock of Glessner and each share of no par value common stock of OSI issued and outstanding immediately prior to the Effective Date and Time shall be cancelled and retired and no payment shall be made with respect thereto. (Each of the constituent corporations are owned by the same sole shareholder.)

ARTICLE 4

SHAREHOLDER & BOARD OF DIRECTORS CONSENT

4.1 The foregoing Plan of Merger was duly adopted by the Shareholders and the Boards of Directors of each respective corporation on the 20th day of December, 1991.

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