

12-01-1999

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To the Honorable Commissioner of Patents



and original documents or copy thereof.

101212028

*W. 22 94*

Name of conveying party(ies):  
WITCO CORPORATION  
ONE AMERICAN LANE  
GREENWICH CT 06831

Name of receiving party(ies):  
Name: CK WITCO CORPORATION

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

Internal Address:  
Street Address: ONE AMERICAN LANE  
City GREENWICH State CT ZIP 06831

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

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

3. Nature of conveyance:
- Assignment
  - Security Agreement
  - Other
  - Merger
  - Change of Name

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

Execution Date: 9-1-99

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
B. Trademark registration No.(s)  
SEE ATTACHED LIST  
Additional numbers attached?  Yes  No

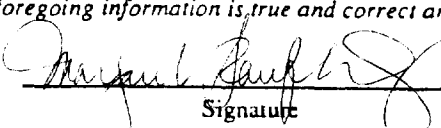
5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: EDWARD K WELCH II  
Internal Address: CK WITCO  
Street Address: ONE AMERICAN LANE  
City: GREENWICH State: CT ZIP 06831

6. Total number of applications and registrations involved:  20

7. Total fee (37 CFR 3.41):.....\$ 515.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 23-2656  
(Attach duplicate copy of this page if paying by deposit account)

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.*  
MARGARET RAFFT DAY  11-22-99  
Name of Person Signing Signature Date

Total number of pages comprising cover sheet:

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

12/01/1999 TTOM11 00000059 232656 721196 Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

01 FC:401 40.00 CH  
02 FC:402 75.00 CH

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

TRADEMARK

**WITCO CORPORATION REGISTRATIONS**

<b>MARK</b>	<b>REG. NO.</b>
BALAB	721196
BLANDOL	418402
CASTOMER	715601
EMULSEPT	411369
EMULSEPT	413686
FOMREZ	651899
FOMREZ	706829
KEMAMIDE	765304
KEMAMINE	765303
KEMESTER	789866
KEMSTRENE	726410
KREMOL	170199
PETROMIX	380949
RAMOL	799414
SHEROLINE	176315
SHERWOOD	707400
SPONTO	641956
STARLIGHT	792482
SUNISO	315719
WITCURB	769017

Office of the Secretary of State

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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 MERGER, WHICH MERGES:

"WITCO CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "CK WITCO CORPORATION" UNDER THE NAME OF "CK WITCO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 11:01 O'CLOCK A.M.



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991379657

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

Edward J. Freel, Secretary of State

9965699

AUTHENTICATION:

DATE: 09-10-99

TRADEMARK  
REEL: 001994 FRAME: 0103

CERTIFICATE OF MERGER  
WITCO CORPORATION  
INTO  
CK WITCO CORPORATION

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware ("Section 251"), CK Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("CK Witco"), and Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("Witco"), do hereby certify to the following facts relating to the merger (the "Merger") of Witco with and into CK Witco.

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
CK Witco Corporation	Delaware
Witco Corporation	Delaware

SECOND: An Agreement and Plan of Reorganization, dated as of May 31, 1999, as amended (the "Agreement"), by and among Crompton & Knowles Corporation, a Massachusetts corporation and the predecessor of CK Witco, CK Witco, and Witco, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251.

THIRD: The name of the surviving corporation, which shall be a Delaware corporation, is "CK Witco Corporation" (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of CK Witco shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Agreement is on file at the office of the Surviving Corporation at the following address:

CK Witco Corporation  
One Station Place, Metro Center  
Stamford, Connecticut 06902

SIXTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.



IN WITNESS WHEREOF, CK Witco and Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 5:00 p.m. on September 1, 1999.

ATTEST:

CK WITCO CORPORATION

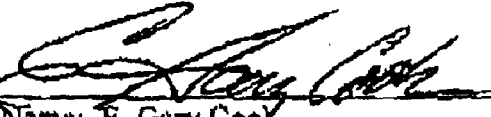
By: \_\_\_\_\_  
Name: John T. Ferguson II  
Title: Vice President, General Counsel  
and Secretary

By: \_\_\_\_\_  
Name: Vincent A. Calarco  
Title: President and Chief Executive  
Officer

ATTEST:

WITCO CORPORATION

By:  \_\_\_\_\_  
Name: Alexandra J. Graf  
Title: Assistant Secretary

By:  \_\_\_\_\_  
Name: E. Gary Cook  
Title: Chairman of the Board, President  
and Chief Executive Officer