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TRADEMARKS ONLY

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
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Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name Matheson Gas Products, Inc.

Execution Date
Month Day Year
12/30/99

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name Matheson Tri-Gas, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 959 Route 46 East

Address (line 2)

Address (line 3) Parsippany

New Jersey

07054

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership 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. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

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

TRADEMARK
REEL: 002035 FRAME: 0364

FORM PTO-1618B
Expires 06/30/99
OMB 0631-0027

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name Paul W. Garrity, Esq.

Address (line 1) Kelley Drye & Warren LLP

Address (line 2) 101 Park Avenue

Address (line 3) New York, New York 10178

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (212) 808-7800

Name Paul W. Garrity, Esq.

Address (line 1) Kelley Drye & Warren LLP

Address (line 2) 101 Park Avenue

Address (line 3) New York, New York 10178

Address (line 4)

Pages

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

1

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

1,412,226

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

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

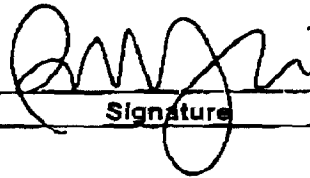
No

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.

Paul W. Garrity

Name of Person Signing



Signature

2/8/00

Date Signed

ASSIGNMENT

WHEREAS, Matheson Gas Products, Inc. ("Assignor"), a corporation organized and existing under the laws of the State of Delaware, with an address at 959 Route 46 East, Parsippany, New Jersey 07054, has adopted, used and is using the trademark NANOCEM the subject of a registration on the Principal Register maintained by the United States Patent and Trademark Office as Reg. No. 1,412,226 issued on October 7, 1986 (the "TRADEMARK") which registration was assigned December 9, 1994 to Assignor by Hercules Incorporated together with the goodwill of the business of Hercules Incorporated in connection with which the TRADEMARK was used; and

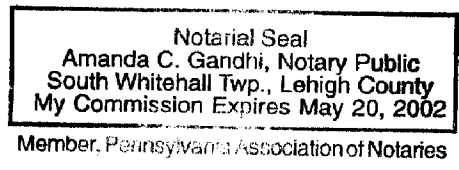
WHEREAS, Matheson Tri-Gas, Inc, (together with its successors and assigns, "Assignee") is desirous of acquiring the title, right, benefit and privilege to the TRADEMARK;

NOW, THEREFORE, for good and valuable consideration, receipt of which is acknowledged, effective as of July 1, 1999, said Matheson Gas Products, Inc. does hereby assign and transfer unto said Matheson Tri-Gas, Inc. its entire right, title and interest in and to the TRADEMARK, together with the registration therefor, and the good will of the business symbolized by and associated with the said trademark.

Executed on the 30th day of ~~September~~ ^{December}, 1999. RGM

MATHESON GAS PRODUCTS, INC.

Given and entered into before me this
30th day of December, 1999
Amanda Gandhi



By: Robert G. Mueller
Name: Robert G. Mueller
Title: Vice President - Marketing