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FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027

03-24-2000

U.S. Department of Commerce
Patent and Trademark Office
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RECORDATION FORM COVER SHEET
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
Reel # Frame #
- Corrective Document
Reel # Frame #

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
Execution Date
Month Day Year

Name

Formerly

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

Receiving

Mark if additional names of receiving parties

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
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

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FOR OFFICE USE ONLY

01 FC:481 40.00 UF
02 FC:482 30.00 UF

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

TRADEMARK

REEL: 002039 FRAME: 0111

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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 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)

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: #

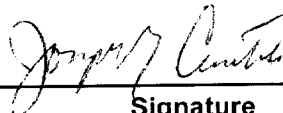
Authorization to charge additional fees: Yes No

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.

Joseph G. Curatolo

Name of Person Signing



Signature

Feb 17, 2000

Date Signed

State of California

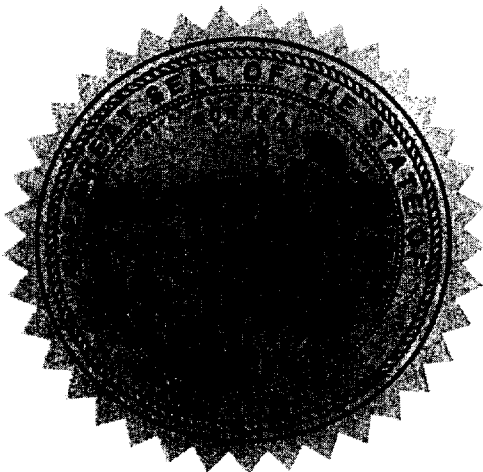
SECRETARY OF STATE

CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this



Bill Jones

Secretary of State

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CERTIFICATE OF MERGER

OF

BP CHEMICALS (HITCO) INC.

(a California corporation)

into

HITCO TECHNOLOGIES INC.

(a Delaware corporation)

FILED *NEW*
In the office of the Secretary of State
of the State of California

NOV 17 1995

Bill Jones
L. JONES, Secretary of State

It is hereby certified that:

1. Hitco Technologies Inc. (hereinafter sometimes referred to as "HTI" or the "Surviving Corporation") is a business corporation of the State of Delaware.
2. BP Chemicals (Hitco) Inc. (hereinafter sometimes referred to as "HITCO" or the "Terminating Corporation") is a business corporation of the State of California.
3. The total number of shares of stock which HITCO has authority to issue is 1,000, all of which are of one class and without par value, and all of which were issued and are outstanding.
4. A Merger Agreement by and between HTI and HITCO (the "Merger Agreement") dated as of November 17, 1995, has been duly approved, adopted, certified, executed and acknowledged in accordance with the laws of the jurisdictions in which HTI and HITCO are incorporated, including, without limitation, in accordance with the provisions of Section 252 of the General Corporation Law of Delaware.
5. The name of the Surviving Corporation is Hitco Technologies Inc.
6. The certificate of incorporation of the Surviving Corporation shall be its certificate of incorporation.
7. The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 1600 West 135th Street, City of Gardena, County of Los Angeles, California 90249.

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8. A copy of the Merger Agreement will be furnished without charge by the Surviving Corporation to any stockholder of either HTI or HITCO upon request.

Executed on November 17, 1995.

HITCO TECHNOLOGIES INC.

By: Robert B. McKeon
Robert B. McKeon, President

Attest:

KRB
Kenneth R. Brotman, Secretary -

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