

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

101444836

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name(s) of conveying party(ies): 8.2.00 E.C.C. America, Inc. (merged into ECC International Inc.)

2. Name(s) and address(es) of receiving party(ies): Name: Imerys Pigments, Inc. Address: 100 Mansell Court, Suite 300 Roswell, Georgia 30076

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

3. Nature of conveyance: [] Assignment [X] Merger [] Security Agreement [X] Change of Name

[] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation - Georgia [] Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: N/A [] Yes [] No

Execution Date: April 2, 1992 (merger); December 20, 1999 (name change)

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? [] Yes [X] No

4. Application number(s) or registration number(s): A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,304,489

Additional numbers attached? [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Virginia L. Carron, Esq. Address: Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P. 1300 I Street, N.W. Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 1

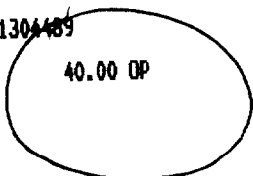
7. Total fee (37 CFR 3.41): \$ 40.00 [X] Enclosed [] Authorized to be charged to deposit account [X] Authorized to be charged to deposit account only if fee is deficient

8. Deposit account number: 06-0916

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. Virginia L. Carron Name of Person Signing Signature Date Aug 1, 2000

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



Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 001890504
CONTROL NUMBER : K200223
DATE INC/AUTH/FILED: 01/14/1992
JURISDICTION : GEORGIA
PRINT DATE : 07/07/2000
FORM NUMBER : 215

FINNEGAN HENDERSON FARABOW GARRETT
MICAH RIGGLE
3200 SUNTRUST PLAZA 303 P'TREE ST NE
ATLANTA, GA 30308

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**IMERYS PIGMENTS, INC.
A DOMESTIC PROFIT CORPORATION**

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



A handwritten signature in black ink, appearing to read 'Cathy Cox', is written over a faint, larger version of the same signature.

Cathy Cox
Secretary of State

TRADEMARK
REEL: 002125 FRAME: 0374

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K93560640
CONTROL NUMBER: K200223
EFFECTIVE DATE: 12/22/1999
REFERENCE : 0091
PRINT DATE : 12/22/1999
FORM NUMBER : 611

PARANET CORPORATION SERVICES, INC.
JEFF M. HIGDON
3761 VENTURE DRIVE, STE 260
DULUTH, GA 30096

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

ECC INTERNATIONAL INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the Office of the Secretary of State changing its name to

IMERYS PIGMENTS, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox
Secretary of State

TRADEMARK
REEL: 002125 FRAME: 0375

K93560640
K200223

ARTICLES OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
ECC INTERNATIONAL, INC.

(Pursuant to Georgia Business Corporation Code Section 14-2-1006)

ECC INTERNATIONAL, INC. (hereinafter called the "corporation"), a corporation organized and existing under and by virtue of the Georgia Business Corporation Code, does hereby certify:

1. The name of the corporation is ECC INTERNATIONAL, INC.
2. The text of each amendment to the Certificate of Incorporation as adopted is as follows:

Article I shall now read as follows:

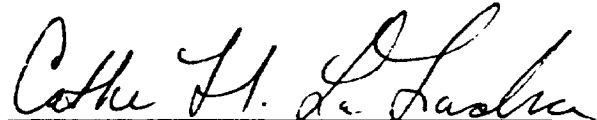
The name of the corporation is IMERYS PIGMENTS, INC.

Article II shall now read as follows:

The street address of the registered office is: 3761 Venture Drive, Duluth, GA 30096, in Gwinnett County. The registered agent at such address is: National Registered Agents, Inc.

3. The foregoing amendments were adopted by the Board of Directors and shareholder action was not required for approval.

Executed on this 20th day of December, 1999.



Catherine H. LaFiandra
Vice President and General Counsel

SECRETARY OF STATE
DEC 22 12 07 PM '99

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 001591166
CONTROL NUMBER : K200223
DATE INC/AUTH/FILED: 01/14/1992
JURISDICTION : GEORGIA
PRINT DATE : 06/07/2000
FORM NUMBER : 215

CT CORPORATION SYSTEM
JIM TODD
1201 PEACHTREE STREET, NE
ATLANTA, GA 30361

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**IMERYS PIGMENTS, INC.
A DOMESTIC PROFIT CORPORATION**

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



A handwritten signature in black ink, appearing to read "Cathy Cox". The signature is fluid and cursive.

Cathy Cox
Secretary of State

TRADEMARK
REEL: 002125 FRAME: 0377

Secretary of State
Business Services and Regulation

Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 920920276
CONTROL NUMBER : 9200223
EFFECTIVE DATE : 04/02/1992
REFERENCE : 0060
PRINT DATE : 05/01/1992
FORM NUMBER : 411

SUTHERLAND, ASBILL & BRENNAN
JOHNA WARDMAN
999 PEACHTREE STREET, NE
ATLANTA, GEORGIA 30309

CERTIFICATE OF MERGER

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Georgia Law certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of said filing.

Surviving Corporation
ECC INTERNATIONAL INC., a Georgia corporation

Nonsurviving Corporation(s):
E.C.C. AMERICA, INC., a Delaware corporation



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Deborah Spivey

CERTIFICATE OF MERGER
WITH RESPECT TO
THE MERGER OF
E.C.C. AMERICA INC.
WITH AND INTO
ECC INTERNATIONAL INC.

ECC International Inc., a Georgia corporation (the "Surviving Corporation"), in connection with the merger (the "Merger") of E.C.C. America Inc., a Delaware corporation (the "Merging Corporation"), with and into ECC International Inc., hereby certifies as follows:

I.

That the name and state of incorporation of each of the constituent corporations to the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
E.C.C. America Inc.	Delaware
ECC International Inc.	Georgia

E.C.C. America Inc. is merging into ECC International Inc. pursuant to the Merger, and ECC International Inc. shall be the surviving corporation in the Merger.

II.

No amendments to the Articles of Incorporation of the Surviving Corporation are being made in connection with the Merger, and the Articles of Incorporation of ECC International Inc. shall be the Articles of Incorporation of the Surviving Corporation.

III.

An executed copy of the Plan and Agreement of Merger is on file at the principal place of business of the Surviving Corporation, 5775 Peachtree-Dunwoody Road, N.E., Suite 2006, Atlanta, Georgia 30342.

IV.

A copy of the Plan and Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Surviving Corporation or any stockholder of the Merging Corporation.

V.

The Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Merging

Corporation and the Surviving Corporation in accordance with Section 252(c) of the Delaware General Corporation Law.

VI.

The Plan and Agreement of Merger was duly approved by the sole stockholder of the Merging Corporation and the sole shareholder of the Surviving Corporation.

VII.

The Surviving Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Surviving Corporation arising from the Merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and the Secretary of State of the State of Delaware shall mail a copy of such process to the Surviving Corporation at 5775 Peachtree-Dunwoody Road, N.E., Suite 200G, Atlanta, Georgia 30342.

VIII.

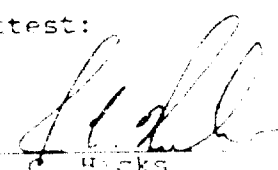
The Merger shall be effective at 12:01 a.m. E.S.T. on April 2, 1992.

DULY EXECUTED and delivered, under seal, by the Merging Corporation and the Surviving Corporation on March 31, 1992.

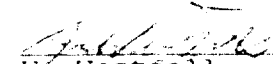
ECC INTERNATIONAL INC.

(Corporate Seal)

Attest:


J. C. Hicks
Secretary

By:


D. W. Westfall
Vice President

E.C.C. AMERICA INC.


(Corporate Seal)

Attest:



J. C. Hicks
Secretary

By:


D. W. Westfall
Vice President