

11-17-2000

COVER SHEET
ONLY

Tab settings 0 0 0 ▼



To the Honorable Commissioner

101519370

of the attached original documents or copy thereof.

1. Name of conveying party(ies):
Mineral Research & Development Corp.

- Individual(s)
- General Partnership
- Corporation-State N.C.
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 10, 1993

2. Name and address of receiving party(ies)

Name: Chemical Specialties, Inc.

Internal Address:

Street Address: One Woodlawn Green

City: Charlotte State: NC ZIP: 28217

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

901,671

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Martin P. Hoffman, Esq.

Internal Address: Hoffman, Wasson & Gitler, P.C.
Suite 522

Street Address: 2361 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2455 - DEFICIENCIES ONLY!!!

(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.

Martin P. Hoffman
Name of Person Signing

Martin P. Hoffman
Signature

Nov 2, 2000
Date

Total number of pages including cover sheet, attachments, and document: 5

11-2-00

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark : COPPER-COUNT
Registration No: 910,671
Class No. : 5

POWER OF ATTORNEY/APPOINTMENT OF
DOMESTIC REPRESENTATIVE

Registrant revokes all Powers of Attorney previously granted and appoints the following members of the firm of Hoffman, Wasson & Gitler, PC, 2361 Jefferson Davis Highway, Suite 522, Arlington, Virginia 22202:

Martin P. Hoffman	Reg. 22,261
Stewart L. Gitler	Reg. 31,256
Mitchell B. Wasson	Reg. 27,408
Christopher J. McDonald	Reg. 41,533

its attorneys, to prosecute the above-noted applications, to make alterations and amendments therein, to transact all business in the U.S. Patent and Trademark Office in connection therewith and to receive the Certificate of Registration.

Please direct all communications to:

Martin P. Hoffman, Esq.
Hoffman, Wasson & Gitler, PC
2361 Jefferson Davis Highway
Suite 522
Arlington, Virginia 22202
(703) 413-0100

In addition, registrant appoints Martin P. Hoffman, a member of the Bars of Virginia and the District of Columbia, whose postal address is 2361 Jefferson Davis Highway, Suite 522, Arlington, Virginia 22202, to be its domestic representative upon whom notice or process in proceedings affecting the mark may be served.

CHEMICAL SPECIALTIES, INC.

11/10 e
Date

by [Signature]
Name: Ralph B. Fawcett
Title: V.P. BUSINESS DEVELOPMENT

Attorney's Docket: T-7228.ADR/esa

STATE OF NORTH CAROLINA



Department of The
Secretary of State

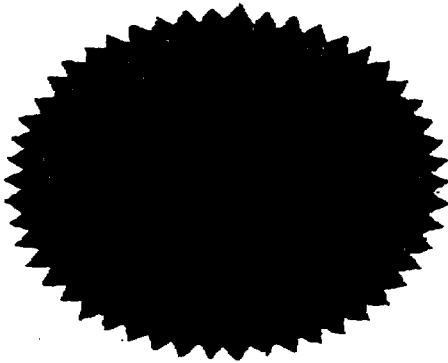
To all whom these presents shall come, Greetings:

I, Janice H. Faulkner, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION
OF
CHEMICAL SPECIALTIES, INC.

the original of which is now on file and a matter of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 8rd day of September, 1996.



Janice H. Faulkner
Secretary of State

000087024

0-0076726

FILED

9:00 AM

DEC 21 1993

3 9046

State of North Carolina

Department of the Secretary of State

ARTICLES OF MERGER OR SHARE EXCHANGE

EFFECTIVE

Under the provisions of Article 10 of the General Statutes of North Carolina, the undersigned, RUELUS J. EMMETT, Secretary of State, do hereby certify that the following Articles of Merger or Share Exchange have been filed for record in the office of the Secretary of State, North Carolina.

The name of the surviving or acquiring corporation is Mineral Research & Development, Inc., a corporation organized under the laws of North Carolina; the name of the merged or acquired corporation is Chemical Specialties, Inc., a corporation organized under the laws of Delaware.

Attached is a copy of the Plan of Merger or Share Exchange that was duly adopted in the manner prescribed by law by the board of directors of each of the corporations participating in the merger or share exchange.

3. With respect to the surviving/acquiring corporation (check either a or b, whichever is applicable):

- a. Shareholder approval was not required for the merger or share exchange.
- b. Shareholder approval was required for the merger or share exchange, and the merger or share exchange was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.

4. With respect to the merged/acquired corporation (check either a or b, whichever is applicable):

- a. Shareholder approval was not required for the merger or share exchange.
- b. Shareholder approval was required for the merger or share exchange, and the merger or share exchange was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.

5. These articles will be effective upon filing, unless a delayed date and/or time is specified: December 31, 1993 at 11:59 p.m.

This the 10th day of December, 1993

MINERAL RESEARCH & DEVELOPMENT CORP.

Name of Corporation

[Handwritten Signature]

Signature

Thomas J. Riordan/Vice President & General Counsel
Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.
2. Certificate(s) of Merger must be filed pursuant to the requirements of NCGS §47-13.1.

CORPORATIONS DIVISION

300 N. SALTHURST ST.

RALEIGH, NC 27603-5909

(N. C. - 1188 - 4/13/92)

TRADEMARK

REEL: 002176 FRAME: 0586

EXHIBIT A**PLAN OF MERGER**

Plan of Merger (the "Plan") of CHEMICAL SPECIALTIES, INC. ("CSI"), a Delaware corporation, with and into MINERAL RESEARCH & DEVELOPMENT CORP., ("MRDC"), a North Carolina corporation.

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

ARTICLE 1
MERGER OF CSI WITH AND INTO MRDC

1.1 The Merger. At the Effective Time (as hereinafter defined), subject to the terms and conditions of this Plan and pursuant to the provisions of the General Statutes of North Carolina, CSI shall be merged with and into MRDC (the "Merger"), the separate existence of CSI (except as may be continued by operation of law) shall cease, and MRDC shall continue as the surviving corporation. The Merger shall have the effects set forth herein and the effects set forth in the General Statutes of North Carolina.

1.2 Effective Date and Time of Merger. The Articles of Merger shall provide that the Merger shall be effective December 31, 1993 at 11:59 p.m. (the "Effective Date and Time").

ARTICLE 2
CANCELLATION OF SHARES

2.1 Cancellation of Shares. At the Effective Date and Time, by virtue of the Merger and without any action on the part of CSI or the holders of each share of \$.01 par value common stock of CSI 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. (CSI and MRDC are owned by the same sole shareholder.)

ARTICLE 3
NAME CHANGE OF SURVIVING CORPORATION

3.1 Name Change. At the Effective Date and Time, the name of the surviving corporation shall be changed to Chemical Specialties, Inc.

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 10th day of December, 1993.

POM93.ACP