

11-13-00

11-21-2000

Form PTO-1594 REC



U.S. Department of Commerce
Patent and Trademark Office

To the Honorable Commissioner of I

101523474

ached original documents or copy thereof.

1. Name of conveying party(ies):
CK Witco Corporation

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

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

3. Nature of conveyance:
 Assignment
 Change of Name
 Security Agreement
 Merger (Crompton & Knowles Corp. into CK Witco Corporation)
 Other

Execution Date (Assignment): January 11, 2000
 Merger Effective Date: September 1, 1999

2. Name and address of receiving party(ies):
 Name: Chr. Hansen, Inc.
 Internal Address:
 Street Address: 9015 W. Maple Street
 City: Milwaukee State: WI Zip: 53214

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State (WI)
 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 names(s)/address(es) attached? Yes No

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

A. Trademark Application No.(s)

Additional numbers attached?

B. Trademark registration No.(s)
 1,878,803 (HOME MAID)

Yes No

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

Adam L. Brookman
 Godfrey & Kahn, S.C.
 780 N. Water Street
 Milwaukee, WI 53202

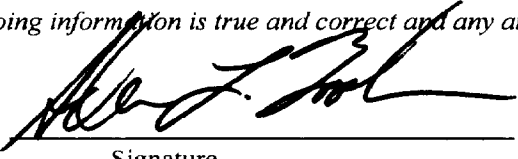
6. Total number of applications and registrations involved:.....[1]

7. Total fee (37 CFR 3.41):\$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 07-1509
 (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.

Adam L. Brookman  11/7/00
 Name of Person Signing Signature Date

Total Number of pages, including cover sheet and attachments: [6]

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TRADEMARK
REEL: 002180 FRAME: 0292

ASSIGNMENT OF TRADEMARKS

WHEREAS, CK Witco Corporation, a Delaware corporation, is the successor in title and interest to the United States and foreign registered trademarks listed on the attached Addendum (the "Trademarks"); and

WHEREAS, Chr. Hansen, Inc. ("Chr. Hansen"), a Wisconsin Corporation, is desirous of acquiring the Trademarks together with the goodwill associated therewith;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, CK Witco Corporation hereby assigns to Chr. Hansen all right, title and interest in and to the Trademarks together with the goodwill associated therewith.

Dated this 11th day of January, 2000.

CK WITCO CORPORATION

By: 

Name: BARRY J. SHAINMAN

Title: ASSISTANT SECRETARY

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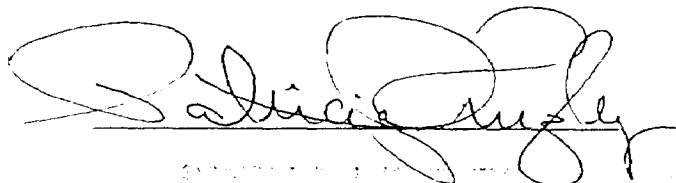
ADDENDUM

MARK	COUNTRY	SERIAL NO.	FILING DATE	REG. NO.	REG. DATE	GOODS/SERVICES
EXTRIN	US	72/458,482	05/24/73	984,064	05/14/74	Food flavorings, in International Class 30
FLAV-O-ROAST	US	75/006,382	10/16/95	2,026,705	12/31/96	Food flavoring additives for non-nutritional purpose, in International Class 30
HOME MAID	US	74/507,048	03/30/94	1,878,803	02/14/95	Molasses, in International Class 30
MAGNA CONCENTROL	US	72/072,135	04/23/59	706,732	11/01/60	Liquid combination of essential oils and oleoresins distilled or extracted from herbs and spices and other flavoring materials and used in flavoring foods and food products, in International Class 29
MAGNA CONCENTROL	France	21706	06/14/90	1598032		International Classes 2, 29, and 30
MIRACLE MIDDLES	US	74/517,287	04/26/94	1,941,751	12/12/95	Icings, namely composite fillings for bakery products, in International Class 30
NU-CORE	US	74/105,620	10/15/90	1,668,694	12/17/91	Sugar spheres, in International Class 30
PHARMA-CARB	US	74/152,401	03/29/91	1,717,009	09/15/92	Calcium carbonate used as a filler for foods and as a filler and tableting agent pharmaceuticals, in International Class 1
SEED-KLEAR	US	74/444,944	10/07/93	1,851,243	08/30/94	Chemicals, namely a polymeric protective film coating for seeds, in International Class 1

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STATE OF CONNECTICUT)
 ss: Middlebury
COUNTY OF NEW HAVEN)

On this 11th day of January, 2000, before me, a Notary Public in and for the abovementioned county, personally appeared **BARRY J. SHAINMAN**, who being sworn, deposes and says that he is the **Assistant Secretary of CK WITCO CORPORATION**, the corporation described in and which executed the attached instrument, that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal, and that the execution and delivery of this document were authorized by said corporation.



Patricia Hughes

NOTARY PUBLIC
STATE OF CONNECTICUT
MIDDLEBURY, CT

CERTIFICATE OF MERGER
CROMPTON & KNOWLES CORPORATION
INTO
CK WITCO CORPORATION

Pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware ("DGCL"), Crompton & Knowles Corporation, a corporation organized and existing under the laws of the Commonwealth of Massachusetts ("Crompton"), and CK Witco Corporation, a corporation organized and existing under the laws of the State of Delaware and a wholly-owned subsidiary of Crompton ("CK Witco"), do hereby certify to the following facts relating to the merger (the "Merger") of Crompton 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>
Crompton & Knowles Corporation	Massachusetts
CK Witco Corporation	Delaware

SECOND: An Agreement and Plan of Reorganization, dated as of May 31, 1999, as amended (the "Agreement"), by and among Crompton, CK Witco, and Witco Corporation, a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(e) of the DGCL.

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 the Surviving Corporation shall be the Certificate of Incorporation of CK Witco.

FIFTH: The authorized capital stock of Crompton & Knowles Corporation, the Massachusetts corporation, consists of 250,000,000 shares of Common Stock, par value \$.10 per share, and 250,000 shares of Preferred Stock, without par value.

SIXTH: 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


SEVENTH: 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, Crompton and CK Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 4:30 p.m. on September 1, 1999.

ATTEST:


CROMPTON & KNOWLES CORPORATION


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

By: 
Name: Vincent A. Calarco
Title: Chairman of the Board, President
and Chief Executive Officer

ATTEST:

CK WITCO CORPORATION

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

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