

01-18-2001

FORM PTO-1594

Docket No. 34126/HAC/H214

REC

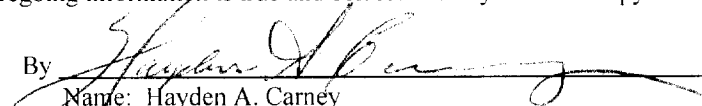


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Box Assignment
Commissioner of Patents and Trademarks
Washington, D.C. 20231

Post Office Box 7068
Pasadena, CA 91109-7068

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

<p>1. Name of conveying party(ies): All-Pure Chemical Co. <i>1.2.01</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other <input checked="" type="checkbox"/> Exists Under Laws of California</p> <p>Additional name(s) of conveying party(ies) attached:</p>	<p>2. Name and address of receiving party(ies): Name: Pioneer Americas, Inc.</p> <p>Street Address: 700 Louisiana Street, Ste. 4300 Houston, Texas 77002</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other: <input checked="" type="checkbox"/> Exists Under Laws of Delaware</p>
<p>3. Name of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other: Certificate of Merger which includes a change of name of the surviving corporation to Pioneer Americas, Inc.</p> <p>Execution Date: October 25, 2000 (December 22, 1999)</p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: (Designation must be a separate document from Assignment). Additional name(s) & address(es) attached?</p>
<p>4. A. Trademark Application No.(s)</p>	<p>4. B. Trademark Registration No.(s) 1,036,053 1,272,270 1,188,271 1,284,934 1,189,645 1,320,711 1,229,095</p> <p>Additional numbers attached? NO</p>
<p>5. Please return the recorded document and address all correspondence to:</p> <p>CHRISTIE, PARKER & HALE, LLP P.O. Box 7068 Pasadena, CA 91109-7068 Attention: Hayden A. Carney</p>	<p>6. Total number of applications or registrations involved..... 7</p> <p>7. <input checked="" type="checkbox"/> Total fee enclosed (37 CFR 3.41): \$ 280.00</p> <p>8. <input checked="" type="checkbox"/> Any deficiency or overpayment of fees should be charged or credited to Deposit Account No. 03-1728, except for payment of issue fees required under 37 CFR § 1.18. Please show our docket number with any credit or charge to our Deposit Account.</p>
<p>10. <input type="checkbox"/> Explanatory letter is enclosed.</p>	
<p>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.</p> <p>Date: December 28, 2000</p> <p>By  Name: Hayden A. Carney 626/795-9900</p> <p>Total number of pages including cover sheet, attachments, and document: 5</p>	

HAC/sad

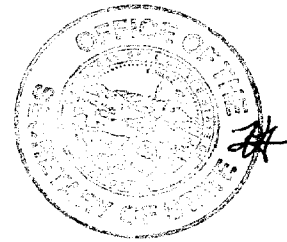
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TRADEMARK
REEL: 002215 FRAME: 0806



State of California

SECRETARY OF STATE



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

That the attached transcript of 3 page(s) has been compared with the record on file in this office, 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 day of

OCT 25 2000

Secretary of State



State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ALL-PURE CHEMICAL CO.", A CALIFORNIA CORPORATION,
 "PCI CAROLINA, INC.", A DELAWARE CORPORATION,
 "T.C. HOLDINGS, INC.", A NEW MEXICO CORPORATION,
 "T.C. PRODUCTS, INC.", A WASHINGTON CORPORATION,

WITH AND INTO "PIONEER CHLOR ALKALI COMPANY, INC." UNDER THE NAME OF "PIONEER AMERICAS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1999, AT 2:01 O'CLOCK P.M.

ENDORSED - FILED
 in the office of the Secretary of State
 of the State of California

OCT 23 2000

BILL JONES, Secretary of State



Edward J. Freel
 Edward J. Freel, Secretary of State

2132226 8100M

001118068

AUTHENTICATION: 0302939

DATE: 03-08-00

TRADEMARK

REEL: 002215 FRAME: 0808

12-22-99

CERTIFICATE OF MERGER

Merger of
 All-Pure Chemical Co., a California corporation,
 T.C. Holdings, Inc., a New Mexico corporation,
 T. C. Products, Inc., a Washington corporation,
 and PCI Carolina, Inc., a Delaware corporation,
 With and Into
 Pioneer Chlor Alkali Company, Inc.

Pursuant to the Provisions of Section 252 of the Delaware General Corporation Law, the undersigned certify as follows concerning the merger (the "Merger") of All-Pure Chemical Co., a California corporation, T.C. Holdings, Inc., a New Mexico corporation, T. C. Products, Inc., a Washington corporation and PCI Carolina, Inc., a Delaware corporation (the "Merging Corporations"), with and into Pioneer Chlor Alkali Company, Inc., a Delaware corporation (together with the Merging Corporations, the "Constituent Corporations"), with Pioneer Chlor Alkali Company, Inc. as the surviving corporation (the "Surviving Corporation").

1. A Plan of Merger, dated December 21, 1999 (the "Plan of Merger"), has been approved, adopted, certified, executed and acknowledged by the Constituent Corporations in accordance with Section 252 of the Delaware General Corporation Law.

2. The Merger contemplated in the Plan of Merger will be effective at 11:59 p.m. on December 31, 1999.

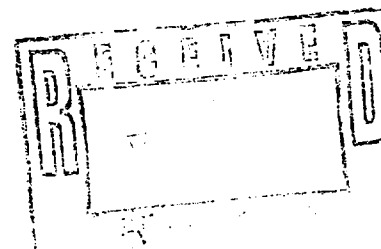
3. The name of the Surviving Corporation shall be Pioneer Chlor Alkali Company, Inc., but shall be changed immediately after the Effective Time (as defined in the Plan of Merger) as contemplated by paragraph 4 below.

4. The Certificate of Incorporation of Pioneer Chlor Alkali Company, Inc., as in effect at the Effective Time, shall be the Certificate of Incorporation of the Surviving Corporation; *provided, however*, that Article FIRST thereof shall be amended immediately after the Effective Time so that the name of the Surviving Corporation set forth therein shall be "Pioneer Americas, Inc."

5. The executed Plan of Merger is on file at the principal place of business of the Surviving Corporation, 700 Louisiana Street, Suite 4300, Houston, Texas 77002.

6. A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Pioneer Chlor Alkali Company, Inc., All-Pure Chemical Co., T.C. Holdings, Inc., T. C. Products, Inc. or PCI Carolina, Inc.

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Dated this 22nd day of December, 1999.

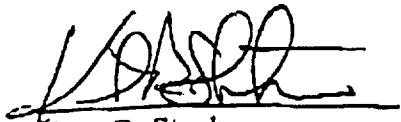
PIONEER CHLOR ALKALI COMPANY, INC.

By: 
Name: Kent R. Stephenson
Title: President and Secretary


ALL-PURE CHEMICAL CO.

By: 
Name: Kent R. Stephenson
Title: President and Secretary

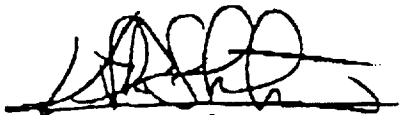
T.C. HOLDINGS, INC.

By: 
Name: Kent R. Stephenson
Title: President and Secretary

T.C. PRODUCTS, INC.

By: 
Name: Kent R. Stephenson
Title: President and Secretary

PCI CAROLINA, INC.

By: 
Name: Kent R. Stephenson
Title: President and Secretary

