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To the Honorable Commis



attached original documents or copy thereof.

1. Name of conveying party(ies) 101619490

Rhone-Poulenc Surfactants and Specialties, L.P.

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

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

Name: Rhodia Inc.

Internal Address: _____

Street Address: 259 Prospect Plains Road

City: Cranbury State: NJ ZIP: 08512

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 30, 1999

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

A. Trademark Application No.(s) FEB 15 2001

B. Trademark registration No.(s)
519,726; 1,577,179; 1,580,900;
1,588,427; 1,588,428; 1,588,436;
1,724,851

Additional numbers attached? Yes No

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

Name: Thomas A. Kain, Esq.

Internal Address: Colucci & Umans

Street Address: 101 East 52nd Street

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41):..... \$ 190.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

Thomas A. Kain [Signature] February 13, 2001
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4-94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT

WHEREAS, RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P., a Delaware Limited Partnership, organized and existing under the laws of the State of Delaware, located and doing business at CN 5266, Princeton, New Jersey 08543-5266 , (hereinafter "Assignor") is the owner of the trademarks listed in Schedule "A" hereto (hereinafter "said Trademarks") and the registrations thereof and wishes to assign to RHODIA INC., all of its right, title and interest in and to said marks and said registrations; and

WHEREAS, RHODIA INC., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 259 Prospect Plains Road, Cranbury, New Jersey 08512, (hereinafter "Assignee") is desirous of acquiring the right, title and interest of Assignor in and to the said Trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor assigns to Assignee all of its right, title and interest in and to the said Trademarks and the registrations thereof, together with the goodwill of the business symbolized by the said Trademarks.

IN WITNESS WHEREOF, Assignor has executed this Assignment this 7th day of April, 2000, effective as of December 30, 1999.

By C. GELAIN
Assistant Secretary,
An officer of Rhone-Poulenc
Surfactants and Specialties Inc.,
the General Partner of Rhone-
Poulenc Surfactants and
Specialties L.P.

SCHEDULE A

FOR TRANSFER TO RHODIA INC.
FROM RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>IN THE NAME OF</u>
ANTAROX (in stylized form)	519,726	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.
ABEX	1,577,179	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.
DERMALCARE	1,580,900	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.
ALCOCARE	1,588,427	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.
POLYCARE	1,588,428	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.
ALCODET	1,588,436	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.]
MIRACARE	1,724,851	RHONE-POULENC SURFACTANTS AND SPECIALTIES, L.P.

