

02-26-2001



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FEB 13 2001

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger  
Effective Date  
Month Day Year  
09 01 99
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Name Witco Corporation

Execution Date  
Month Day Year  
09 01 99

Formerly \_\_\_\_\_

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name CK Witco Corporation

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) One Station Place

Address (line 2) Metro Center

Address (line 3) Stamford

CT

U.S.A.

06902

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

02/23/2001 PAHME1 00000182 2034282

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40.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 002240 FRAME: 0253

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

[Empty text box]

Address (line 1)

[Empty text box]

Address (line 2)

[Empty text box]

Address (line 3)

[Empty text box]

Address (line 4)

[Empty text box]

FEB 13 2001

**Correspondent Name and Address**

Area Code and Telephone Number

215/981-4714

Name

Mindy Ellis Schwartz

Address (line 1)

Pepper Hamilton LLP

Address (line 2)

3000 Two Logan Square

Address (line 3)

18th & Arch Streets

Address (line 4)

Philadelphia, PA 19103

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

4

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]

2034282	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]

**Number of Properties**

Enter the total number of properties involved.

#

1

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

16-1322

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Mindy Ellis Schwartz

Name of Person Signing

*Mindy Ellis Schwartz*

Signature

February 8, 2001

Date Signed

**State of Delaware**  
**Office of the Secretary of State** PAGE 1

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:

"WITCO CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "CK WITCO CORPORATION" UNDER THE NAME OF "CK WITCO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 11:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



*Edward J. Freel*

Edward J. Freel, Secretary of State

3046078 5100M

991365833

AUTHENTICATION: 9950175

DATE: 09-01-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:01 AM 08/01/1999  
391365833 - 3066078

**CERTIFICATE OF MERGER**

**WITCO CORPORATION**

**INTO**

**CK WITCO CORPORATION**

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware ("Section 251"), CK Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("CK Witco"), and Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("Witco"), do hereby certify to the following facts relating to the merger (the "Merger") of Witco 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>
CK Witco Corporation	Delaware
Witco Corporation	Delaware

**SECOND:** An Agreement and Plan of Reorganization, dated as of May 31, 1999, as amended (the "Agreement"), by and among Crompton & Knowles Corporation, a Massachusetts corporation and the predecessor of CK Witco, CK Witco, and Witco, has been approved, adopted, executed, executed and acknowledged by each of the constituent corporations in accordance with Section 251.

**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 CK Witco shall be the certificate of incorporation of the Surviving Corporation.

**FIFTH:** The executed Agreement is on file at the office of the Surviving Corporation at the following address:

CK Witco Corporation  
One Station Place, Micro Center  
Stamford, Connecticut 06902

**SIXTH:** A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

02/01/99 13:27 WATTELL LIPION + 912050734301

Sent By: INCORPORATING SERVICES LTD;

302 678 0788;

Sep-1-99 2:24PM;

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IN WITNESS WHEREOF, CK Witco and Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 5:00 p.m. on September 1, 1999.

ATTEST:

CK WITCO CORPORATION

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

By: [Signature]  
Name: Vincent A. Caluso  
Title: President and Chief Executive Officer

ATTEST:

WITCO CORPORATION

By: [Signature]  
Name: Alexander J. Graf  
Title: Assistant Secretary

By: [Signature]  
Name: E. Gary Cook  
Title: Chairman of the Board, President and Chief Executive Officer

02/01/99 13:27 WILCO LIPSON → 912055754301

sent By: INCORPORATING SERVICES LTD;

302 678 0788;

sep-1-99 2:24PM;

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IN WITNESS WHEREOF, CK Wilco and Wilco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 5:00 p.m. on September 1, 1999.

ATTEST:

CK WITCO CORPORATION

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

By: [Signature]  
Name: Vincent A. Calareso  
Title: President and Chief Executive Officer

ATTEST:

WITCO CORPORATION

By: [Signature]  
Name: Alexander J. Graf  
Title: Assistant Secretary

By: [Signature]  
Name: B. Gary Cook  
Title: Chairman of the Board, President and Chief Executive Officer