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04-10-2001



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101658393

To the Honorable Commissioner of Patents and

documents or copy thereof.

1. Name of conveying party(ies):
KALIUM CHEMICALS, LTD.

2. Name and Address of receiving party(ies):

- Individual
- General Partnership
- Corporation-State Delaware
- Association
- Limited Partnership
- Other -

Name: IMC KALIUM LTD.

Internal Address:

Street Address: 100 South Saunders Rd., Ste. 300

City: Lake Forrest State: IL Zip: 60045 Country: USA

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

- Individual(s) Citizenship: U.S.A.
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State Delaware
- Other:

3. Nature of conveyance:

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No, the designation of domestic representative has been made with the Power of Attorney which has been filed with the Patent and Trademark Office.

Execution Date: September 19, 1996

(Designations must be a separate document from Assignment)

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

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Trademark registration No.(s)

USRN 1,580,919 for the mark K-LIFE registered February 6, 1990
USRN 1,937,487 for the mark NATURE'S OWN registered November 21, 1995

Additional numbers attached? Yes No

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

Name: Nathanael G. Barnes
Internal Address: Sidley & Austin
Street Address: 717 North Harwood St., Suite 3400
City: Dallas State: TX ZIP: 75201

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 18-1260

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.

Nathanael G. Barnes
Name of Person Signing

Signature

03/21/01

Date

Total number of pages comprising cover sheet 3

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 Assignment
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.

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 AMENDMENT OF "KALIUM CHEMICALS, LTD.", CHANGING ITS NAME FROM "KALIUM CHEMICALS, LTD." TO "IMC KALIUM LTD.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF SEPTEMBER, A.D. 1996, AT 4:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8113937

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09-23-96
TRADEMARK
REEL: 002266 FRAME: 0317

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
KALIJUM CHEMICALS, LTD.**

The undersigned officers, John U. Huber and Rose Marie Williams, President and Assistant Secretary, respectively, of Kalium Chemicals, Ltd., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), do hereby certify that:

1. Article One of the Certificate of Incorporation of the Corporation is hereby amended in its entirety as follows:

"ARTICLE ONE

The name of the corporation is IMC Kalium Ltd.

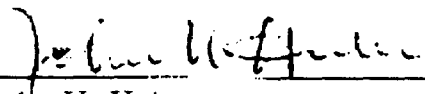
2. This Certificate of Amendment was duly adopted by the directors and sole stockholder of the Corporation according to the provisions of Sections 141(f), 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 19th day of September, 1996.

KALIUM CHEMICALS, LTD.

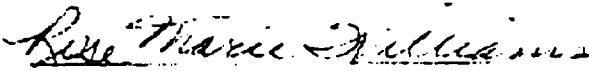
[SEAL]

By:



John U. Huber
President

Attest:


Rose Marie Williams
Assistant Secretary