



04-19-2001

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

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1621848

- Individual
- General Partnership
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Pages

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

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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)

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<input type="text" value="1621848"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

Marc A. Bergsman

Name of Person Signing

Marc A. Bergsman

Signature

April 9, 2001

Date Signed

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:30 PM 08/31/2000
001442029 - 2325664

CERTIFICATE OF CONSOLIDATION
OF
THE GEON COMPANY, M. A. HANNA COMPANY
AND
CONSOLIDATION CORP.
INTO
POLYONE CORPORATION

Pursuant to Section 252 of the General Corporation Law of the State of Delaware, the undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of the constituent corporations are as follows:

Name	State of Incorporation
The Geon Company	Delaware
M. A. Hanna Company	Delaware
Consolidation Corp.	Ohio

SECOND: That the Agreement and Plan of Consolidation, dated May 7, 2000, as amended, by and between M. A. Hanna Company, The Geon Company and Consolidation Corp. has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the resulting corporation is PolyOne Corporation, an Ohio corporation.

FOURTH: That the Articles of Incorporation of PolyOne Corporation shall be as set forth in Exhibit A and attached hereto, and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the General Corporation Law of the State of Ohio.

FIFTH: That the executed Agreement and Plan of Consolidation is on file at the principal place of business of PolyOne Corporation at One Geon Center, Avon Lake, Ohio 44012-0122.



SIXTH: That a copy of the Agreement and Plan of Consolidation will be furnished by PolyOne Corporation, on request and without cost, to any stockholder of The Geon Company or M.A. Hanna Company or any shareholder of Consolidation Corp.

SEVENTH: That PolyOne Corporation may be served with process in the State of Delaware in any proceeding of enforcement of any obligation of any constituent corporation, as well as for enforcement of any obligation of PolyOne Corporation arising from the consolidation, that PolyOne Corporation irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and that a copy of such process may be mailed by the Secretary of State to PolyOne Corporation at the following address: One Geon Center, Avon Lake, Ohio 44012-0122.

○

IN WITNESS WHEREOF, the undersigned corporations have caused this Certificate of Consolidation to be signed by their respective authorized officers, on the 31st day of August, 2000.

THE GEON COMPANY

By: 

Gregory L. Rutman
Secretary

M.A. HANNA COMPANY

By: 

John S. Pyke, Jr.
Secretary

CONSOLIDATION CORP.

By: 

Gregory L. Rutman
Secretary

