

05-21-2001

T-7296

FORM PTO-1594
(Rev. 6-93)

REC



SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

101724047

Y

Tab settings

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

1. Name of conveying party(ies):

Chemical Specialties, Inc.

5401

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger w/MRDC
- Change of Name

Execution Date: December 10, 1993

2. Name and address of receiving party(ies)

Name: Chemical Specialties, Inc.

Internal Address: Suite 250

Street Address: One Woodlawn Green

City: Charlotte State: NC ZIP: 28217

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of North Carolina
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Martin P. Hoffman

Internal Address: HOFFMAN, WASSON & GITLER, P.C.

05/18/2001 GTON11 00000135 082455 1896252

01 FC:481 15.00 CH 25.00 OP

Street Address: 2361 Jefferson Davis Highway

Suite 522

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 25.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2455 (Deficiencies Only)

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

Charge 15.00

RECEIVED
2001 MAY -4 PM 3:45
ASSIGNMENT SERVICES
DIVISION

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.

Martin P. Hoffman

Name of Person Signing

Martin P. Hoffman
Signature

May 4, 2001
Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK
REEL: 002298 FRAME: 0943

STATE OF NORTH CAROLINA



Department of The
Secretary of State

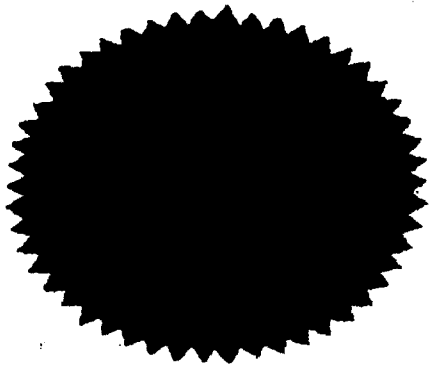
To all whom these presents shall come, Greetings:

I, **Janice H. Faulkner**, *Secretary of State of the State of North Carolina*, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION
OF
CHEMICAL SPECIALTIES, INC.

the original of which is now on file and a matter of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 3rd day of September, 1996.



Janice H. Faulkner
Secretary of State

000037024

EXHIBIT A**PLAN OF MERGER**

Plan of Merger (the "Plan") of CHEMICAL SPECIALTIES, INC. ("CSI"), a Delaware corporation, with and into MINERAL RESEARCH & DEVELOPMENT CORP. ("MRDC"), a North Carolina corporation.

The following summarizes the basic terms and conditions of the merger between the aforesaid parties:

ARTICLE 1
MERGER OF CSI WITH AND INTO MRDC

1.1 The Merger. At the Effective Time (as hereinafter defined), subject to the terms and conditions of this Plan and pursuant to the provisions of the General Statutes of North Carolina, CSI shall be merged with and into MRDC (the "Merger"), the separate existence of CSI (except as may be continued by operation of law) shall cease, and MRDC shall continue as the surviving corporation. The Merger shall have the effects set forth herein and the effects set forth in the General Statutes of North Carolina.

1.2 Effective Date and Time of Merger. The Articles of Merger shall provide that the Merger shall be effective December 31, 1993 at 11:59 p.m. (the "Effective Date and Time").

ARTICLE 2
CANCELLATION OF SHARES

2.1 Cancellation of Shares. At the Effective Date and Time, by virtue of the Merger and without any action on the part of CSI or the holders of each share of \$.01 par value common stock of CSI issued and outstanding immediately prior to the Effective Date and Time shall be cancelled and retired and no payment shall be made with respect thereto. (CSI and MRDC are owned by the same sole shareholder.)

ARTICLE 3
NAME CHANGE OF SURVIVING CORPORATION

3.1 Name Change. At the Effective Date and Time, the name of the surviving corporation shall be changed to Chemical Specialties, Inc.

ARTICLE 4
SHAREHOLDER & BOARD OF DIRECTORS CONSENT

4.1 The foregoing Plan of Merger was duly adopted by the Shareholders and the Boards of Directors of each respective corporation on the 10th day of December, 1993.

POM83.ACP

0-0076426

FILED
9:00 AM

DEC 21 1993

State of North Carolina

Department of the Secretary of State

3 9046

ARTICLES OF MERGER OR SHARE EXCHANGE

EFFECTIVE
DUPLICATE FORWARDED
SECRETARY OF STATE
NORTH CAROLINA
Corp.

As §55-11-05 of the General Statutes of North Carolina, the undersigned, Mineral Research & Development Corp., a corporation organized under the laws of North Carolina, hereby approves the following Articles of Merger or Share Exchange.

The name of the surviving or acquiring corporation is Mineral Research & Development Corp., a corporation organized under the laws of North Carolina; the name of the merged or acquired corporation is Chemical Specialties, Inc., a corporation organized under the laws of Delaware.

Attached is a copy of the Plan of Merger or Share Exchange that was duly adopted in the manner prescribed by law by the board of directors of each of the corporations participating in the merger or share exchange.

3. With respect to the surviving/acquiring corporation (check either a or b, whichever is applicable):

- a. Shareholder approval was not required for the merger or share exchange.
- b. Shareholder approval was required for the merger or share exchange, and the merger or share exchange was approved by the shareholders as required by Chapter 58 of the North Carolina General Statutes.

4. With respect to the merged/acquired corporation (check either a or b, whichever is applicable):

- a. Shareholder approval was not required for the merger or share exchange.
- b. Shareholder approval was required for the merger or share exchange, and the merger or share exchange was approved by the shareholders as required by Chapter 58 of the North Carolina General Statutes.

5. These articles will be effective upon filing, unless a delayed date and/or time is specified: December 31, 1993 at 11:59 p.m.

This the 10th day of December, 1993

MINERAL RESEARCH & DEVELOPMENT CORP.

Name of Corporation

Thomas J. Blordan

Signature

Thomas J. Blordan/Vice President & General Counsel
Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

2. Certificate(s) of Merger must be filed pursuant to the requirements of NCGS §47-18.1.

CORPORATIONS DIVISION

300 N. BALDWIN ST.

RALEIGH, NC 27603-5009

(N. C. - 1188 - 4/13/92)

TRADEMARK