

08-23-2001



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): CR Minerals - Nevada, LLC
Individual(s) Association General Partnership Limited Partnership Corporation-State Other Limited Liability Co.
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Celite Corporation Internal Address: Street Address: 137 West Central Ave. City: Lompoc State: CA Zip: 93436
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: April 19, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1507650
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Marc E. Fleischman Internal Address: Street Address: World Minerals Inc. 130 Castilian Drive City: Santa Barbara, CA Zip: 93117

7. Total fee (37 CFR 3.41) \$ 40.00 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. Marc E. Fleischman Signature Date July 30, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

08/22/2001 TBIAZ1 0000203 1507650

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

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TRADEMARK REEL: 002353 FRAME: 0276

INTELLECTUAL PROPERTY ASSIGNMENT

This Assignment from CR Minerals – Nevada, LLC, a Nevada limited liability company (hereinafter referred to as the "ASSIGNOR"), to Celite Corporation, a Delaware corporation (hereinafter referred to as the "ASSIGNEE"):

WHEREAS, the ASSIGNOR is the owner of the trade names, trademarks and registrations thereof listed in Exhibit A hereto, and any unregistered trademarks being used exclusively in connection with the business being conveyed, pursuant to that certain Asset Purchase Agreement dated March 30, 2001 (the "Asset Purchase Agreement") by and between ASSIGNEE and ASSIGNOR, and all rights existing therein at common law (hereinafter referred to as the "TRADEMARKS"); and

WHEREAS, the ASSIGNEE wishes to acquire from the ASSIGNOR all right, title and interest in and to the TRADEMARKS, together with the goodwill of the business appertaining to and symbolized by said TRADEMARKS, and the right to recover for past infringement thereof;

NOW THEREFORE, to all whom it may concern, be it known that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, the ASSIGNOR by these presents does hereby sell, transfer, convey and assign unto the ASSIGNEE all of ASSIGNOR'S right, title and interest in and to the TRADEMARKS and the goodwill of the business appurtenant thereto and which is embodied thereby, together with the right to sue for and recover for ASSIGNEE's own use and behalf for past infringement and misuse thereof.

ASSIGNOR hereby binds itself and its successors, assigns, administrators and legal representatives, as the case may be, to execute and deliver to ASSIGNEE, its successors and assigns, any further documents or instruments and do any and all further acts of a reasonable nature that may be deemed necessary by ASSIGNEE, its successors and assigns, to enable ASSIGNEE, its successors and assigns, to perfect the title herein conveyed, or intended to so be, and to enable such title to be recorded in the United States and foreign Trademark Offices, file applications for the said TRADEMARKS in any country where it may elect to file such applications and that may be necessary to vest in ASSIGNEE, its successors and assigns, the title herein conveyed or intended so to be, and to enable such title to be recorded in the United States and foreign countries where such application or applications may be filed.

ASSIGNOR further covenants and agrees, in consideration of the premises, that it, its successors, assigns, legal representatives and administrators, will at any reasonable time upon request communicate to ASSIGNEE, its successors and assigns, any facts relating to the TRADEMARKS and the history thereof known to ASSIGNOR or its successors, assigns, legal representatives and administrators, and that ASSIGNOR will testify as to the same in any litigation when requested so to do by ASSIGNEE, its successors and assigns; it being understood that ASSIGNEE will compensate ASSIGNOR for its expenses reasonably incurred in complying with its said requests.

The assignments made hereunder are made in accordance with and subject to the representations, warranties, terms and provisions contained in the Asset Purchase Agreement.

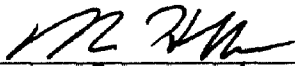
IN TESTIMONY WHEREOF, ASSIGNOR, has hereunto set its hand and seal as of 12:00 midnight on this 19th day of April, 2001, by an official of ASSIGNOR duly authorized to execute such Assignment.

CR MINERALS – NEVADA, LLC

By: CR Minerals Company, LLC

By: IM Partners, L.P.

By: Chambers Resources, Inc.

By: 
Name: C. RANKIN HOBBS
Title: VICE PRESIDENT

By providing the signature below, the ASSIGNEE hereby accepts assignment of the TRADEMARKS:

CELITE CORPORATION

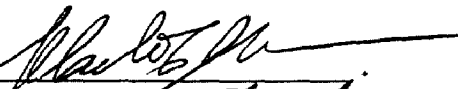
By: 
Name: Mark E. Blawie
Title: Vice President

Exhibit A

Trademarks

Diafil, registered in United States Patent and Trademark Office

Serial Number 73708688

Registration Number 1507650

Date of Registration October 11, 1988

[End]