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08-27-2001

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TO: The Commissioner of Patents and Trademarks: P

(s) or copy(ies).

**Submission Type**

New 8-21-01 101823828

Resubmission (Non-Recordation)  Assignment  License

Document ID #   Security Agreement  Nunc Pro Tunc Assignment

Correction of PTO Error  Merger Effective Date

Reel #  Frame #   Change of Name Month Day Year

Corrective Document  Other

Reel #  Frame #

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date

Name

Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership  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.)

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

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TRADEMARK

REEL: 002355 FRAME: 0690

TRADEMARK

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

860-275-8200

Name

Jacqueline P. Scheib, Esq.

Address (line 1)

Robinson & Cole LLP

Address (line 2)

280 Trumbull Street

Address (line 3)

Hartford, CT 06103

Address (line 4)

**Pages**

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

#

3

**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)


1865125		

**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:

#

18-1685

Authorization to charge additional fees:

Yes

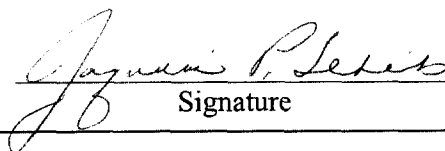
No

**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.

Jacqueline P. Scheib

Name of Person Signing



Signature

August 21, 2001

Date Signed

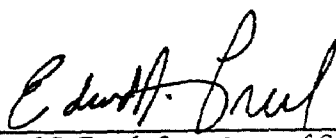
*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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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 OWNERSHIP, WHICH MERGES:

"OSI SPECIALTIES HOLDING COMPANY", A DELAWARE CORPORATION, WITH AND INTO "WITCO CORPORATION" UNDER THE NAME OF "WITCO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1998, AT 9:05 O'CLOCK A.M.



  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 9894340

DATE: 07-29-99

TRADEMARK  
REEL: 002355 FRAME: 0692

**CERTIFICATE OF OWNERSHIP AND MERGER**

**OF**

**OSI SPECIALTIES HOLDING COMPANY**  
**(a Delaware Corporation)**

**INTO**

**WITCO CORPORATION**  
**(a Delaware Corporation)**

**It is hereby certified that:**

- 1. Witco Corporation (hereinafter referred to as the "Corporation") is a business corporation of the State of Delaware.**
- 2. The Corporation is the owner of all of the outstanding shares of the stock of OSi Specialties Holding Company, which is also a business corporation of the State of Delaware.**
- 3. On December 2, 1998, the Board of Directors of the Corporation adopted the following resolutions to merge OSi Specialties Holding Company into the Corporation:**

**RESOLVED, that OSi Specialties Holding Company be merged into this Corporation, under and in accordance with Section 253 of the General Corporation Law of the State of Delaware, and that all of the estate, property, rights, privileges, powers and franchises of OSi Specialties Holding Company be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by OSi Specialties Holding Company in its name.**

**RESOLVED, that the foregoing merger is conditioned on the execution and filing, by OSi Specialties Holding Company, of a Certificate of Ownership and Merger under Section 253 of the General Corporation Law of the State of Delaware, pursuant to which OSi Specialties, Inc., a wholly owned subsidiary of OSi Specialties Holding Company, is merged into OSi Specialties Holding Company.**

**RESOLVED, that the effective date of the foregoing merger shall be December 31, 1998.**

RESOLVED, that this Corporation shall assume all of the obligations of OSi Specialties Holding Company.

RESOLVED, that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

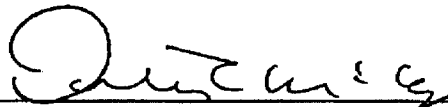
RESOLVED, that the officers of this Corporation be, and each of them hereby is, authorized to take any and all such further action and to execute and deliver any and all such further instruments and documents, in the name of and on behalf of the Corporation and under its corporate seal or otherwise, as in their judgment shall be necessary, proper or advisable in order to fully carry out the intent and accomplish the purposes of the foregoing resolutions.

4. The effective date of the merger of OSi Specialties Holding Company into this Corporation is intended to be December 31, 1998, notwithstanding any earlier filing of this Certificate of Ownership and Merger with the office of the Secretary of State of the State of Delaware.

Executed on December 21, 1998

WITCO CORPORATION

BY: \_\_\_\_\_

  
Dustan E. McCoy  
Senior Vice President and  
Secretary