

08-28-2001

RECORDATION FORM COVER SHEET

Docket No.:



# TRADEMARKS ONLY

D

101824387

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

1. Name of conveying party(ies):  
**ROEHM GMBH**

*08/09/01*

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other LIMITED LIABILITY COMPANY

Additional names(s) of conveying party(ies)       Yes    No

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

Name: ROEHM GMBH & CO. KG

Internal Address: \_\_\_\_\_

Street Address: KIRSCHENALLEE

City: DARMSTADT      State: \_\_\_\_\_      ZIP: 64293

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic designation is       Yes    N  
(Designations must be a separate document from  
Additional name(s) & address(es)       Yes    N

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: DECEMBER 27, 2000

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

<p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p>1,185,304      1,244,022  1,234,165  1,244,023</p>
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Yes    No

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

Name: MICHAEL J. STRIKER

Internal Address: \_\_\_\_\_

Street Address: 103 EAST NECK ROAD

City: HUNTINGTON      State: NY      ZIP: 11743

6. Total number of applications and registrations involved:..... 4

7. Total fee (37 CFR 3.41):.....\$ \$160.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

19-4675

08/28/2001 DBYRNE    00000011 194675    1185304

01 FC:481              40.00 CH  
02 FC:482              75.00 CH

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.

MICHAEL J. STRIKER           AUGUST 7, 2001

Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and

6

District Court Darmstadt

[stamp:] Certified Photocopy of  
Commercial Register No. 6739

thousands | hundreds | tens  
24680

**HRA 6739**

page 1

Entry No.	a) business name b) location of branch c) company headquarters (company headquarter(s) legal entities)	company owner personally liable partners executive board liquidating authority	powers of attorney	legal relationships	a) entry date and signature b) comments
1	2	3	4	5	6
1	a) Röhm GmbH & Co, KG b) Darmstadt	Röhm Beteiligungs-Gesellschaft mbH headquarters: Darmstadt	Joint power of attorney, together with another holder of a joint power of attorney, is granted to:  <u>Beatrix Ihmstädter, Bensheim</u>  <u>Dr. Karl-August Jung,</u> <u>Ober-Ramstadt</u>  <u>Horst Schneider, Fischbachtal</u>  <u>Klaus-Peter Kühn,</u> <u>Seeheim-Jugenheim</u>  <u>Dr. Manfred Sticker,</u> <u>Seeheim-Jugenheim</u>  <u>Dr. Dieter Gerbig, Olzberg</u>  <u>Dr. Thomas Haebler, Einhausen</u>  <u>Klaus Roth, Viernheim</u>  <u>Dr. Hans-Jürgen Kress, Brühl</u>  <u>Dr. Norbert Brand,</u> <u>Born May 4, 1944, Darmstadt</u>  <u>Dr. Udo Gropp,</u> <u>Born December 17, 1956, Bad Endorf</u>	Henceforth: Limited Commercial Partnership. Date of origin: December 27, 2000 Established in accordance with § 191 ff., 228 ff. UmwG [Conversion Law] by a conversion resolution on December 20, 2000 changing the form of the company "Röhm GmbH," recorded in entry 1281 of the commercial register [HRB] of the Darmstadt District Court.  Limited partner: Degussa-Hüls AG, Frankfurt am Main 102,411,500.00 DM Contribution:	a) December 27, 2000 [signature] (Schmidt) b) personally liable partner: HRB 6841
2					a) March 6, 2001 [signature] (Schmitt)

**HRA 6739**

Entry No.	a) business name b) location of branch (company headquarters) c) company purpose (legal entities)	company owner personally liable partners executive board liquidating authority	powers of attorney	legal relationships	a) entry date and signature b) comments
1	2	3	4	5	6
			<p>Günter Hammann, Born October 9, 1950, Friedrichsdorf Dr. Gilbert Kühl, Born October 1, 1949, Hanau Thomas Müller, Born August 5, 1957, Offenbach Dr. Hans-Josef Ritzert, Born June 12, 1959, Langenselbold Norbert Westerholt, born March 27, 1963, Mühlthal</p>		<p>a) March 20, 2001 [signature] (Döring)</p>
3			<p>The powers of attorney for Beatrix Ihmsäcker, Horst Schmeidel, Dr. Thomas Haerberle, Klaus Roth, and Dr. Hans-Jürgen Kress have been terminated [stamp.] Darmstadt District Court</p>	<p>NOTE: The words and/or numbers that have been underlined in the photocopy indicate red lines in the original.</p> <p>This photocopy is a clean and complete copy of the entries in the Commercial Register. Darmstadt, March 22, 2001</p>	
				<p>[signature] Clerk of Records of the Business Office [illegible]</p>	

Nr. der Eintragung	a) Firma b) Ort der Niederlassung (Sitz der Gesellschaft) c) Gegenstand des Unternehmens (bei juristischen Personen)	Geschäftsinhaber Persönlich haftende Gesellschaft Vorstand Abwickler	Nr. Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
1	a) Röhmann GmbH & Co. KG b) Darmstadt	Röhmann Beteiligungsgesellschaft mbH Sitz: Darmstadt	6739	<p>Nummehr Kommanditgesellschaft. Beginn: 27.12.2000 entstrafen gemäß § 191 ff., 228 ff. UmG durch Formwechselnden Umwandlungsbeschluss vom 20.12.2000 Ger. in HRB 1291 des Amtsgerichtes Darmstadt eingetragenen "Röhmann GmbH".</p> <p>Kommanditistin: Degussa-Hüls AG, Frankfurt am Main, 102.411.500, --- DM. Einlage:</p>	<p>27.12.2000 <i>[Signature]</i> (Schmidt) b) persönlich haftende Gesellschafterin: HRB 6841</p>
2	<p>Gesamtprokura, jeweils gemeinsam mit einem anderen Prokuristen: <u>Beatrix Ilmstädter,</u> <u>Bensheim</u> <u>Dr. Karl-August Jung,</u> <u>Ober-Ramstadt</u> <u>Horst Schmiedel,</u> <u>Fischbachtal</u> <u>Klaus Peter Kühn,</u> <u>Seeheim-Jugenheim</u> <u>Dr. Manfred Stickler,</u> <u>Seeheim-Jugenheim</u> <u>Dr. Dieter Gerbig,</u> <u>Otzberg</u> <u>Dr. Thomas Haebler,</u> <u>Zinnsausen</u> <u>Klaus Roth,</u> <u>Viertheim</u> <u>Dr. Hans-Jürgen Kriebel</u> <u>Dr. Norbert Brand,</u> <u>geb. 04.05.1944,</u> <u>Darmstadt</u> <u>Dr. Udo Gropp,</u> <u>geb. 17.12.1956,</u> <u>Bad Endorf</u></p>				

Nr. der Eintragung	a) Firma b) Ort der Niederlassung (Sitz der Gesellschaft) c) Gegenstand des Unternehmens (bei juristischen Personen)	Geschäftsinhaber Persönlich haftende Gesellschafter Vorstand Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
1	2	3	4	5	6
		<p>Günter Hamann, geb. 09.10.1950, Friedrichsdorf</p> <p>Dr. Gilbert Kuhl, geb. 01.10.1949, Hanau</p> <p>Thomas Müller, geb. 05.08.1957, Offenbach</p> <p>Dr. Hans-Josef Ritzert, geb. 12.06.1959, Langenselbold</p> <p>Norbert Vesterholt, geb. 27.03.1963, Mühltal</p>			<p>a) 20.3.2001 (Döring)</p>
3		<p>Die Prokuren Beatrix Ilmstädter, Horst Schneidel, Dr. Thomas Haerberle, Klaus Roth und Dr. Hans-Jürgen Krieb sind erloschen.</p>			

Anm.: Die in der Fotokopie schwarz unterstrichenen  
Worte bzw. Zahlen bedeuten Rötungen.



Diese Fotokopie ist ein einwandfreies und  
vollständiges Lichtbild der Eintragungen  
im Handelsregister.  
Darmstadt, den 22. 3. 01  
als 1 Kundenspiegel der Geschäftsstelle  
Drs. Krieb

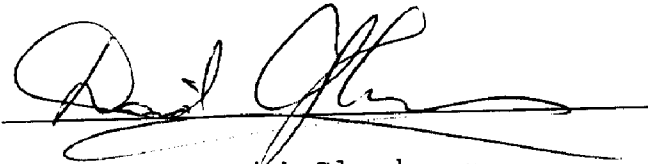
VERIFICATION OF TRANSLATION

I, DAVID CLAYBERG

of 948 15<sup>th</sup> St., Ste. 4  
Santa Monica, CA 90403-3134

declare that I am a certified translator well acquainted with both the German and English languages, and that the attached is an accurate translation, to the best of my knowledge and ability, of the attached German-language document.

Signature



David Clayberg

Date May 16, 2001