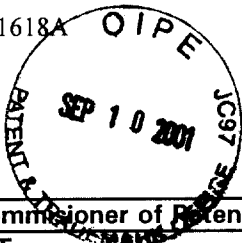


09-17-2001



101845257

TRADEMARKS UNIT

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New *09/10/01*
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger Effective Date
- Month Day Year  
08 07 2001
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached.

Name M.D. INDUSTRIES, INC.

Execution Date  
Month Day Year  
08/ 07 /2001

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached.

Name M.D. INDUSTRIES ACQUISITION, LLC

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 5 REVERE DRIVE, P.O. BOX 1355

Address (line 2) SUITE 415

Address (line 3) NORTHBROOK IL 60065-1355  
City State Zip Code

- Individual  General Partnership  Limited Partnership
- Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization DELAWARE

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 on a separate document from assignment.)

FOR OFFICE USE ONLY

09/14/2001 LNUELLER 00000168 061135 824268

01 FC:481 40.00 CH  
02 FC:482 150.00 CH

FORM PTO-1618B

Page 2

Expires 06/30/99  
OMB 0651-0027

U.S. Department of  
Commerce  
Patent and Trademark Office  
**TRADEMARK**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_  
Address (line 1) \_\_\_\_\_  
Address (line 2) \_\_\_\_\_  
Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number 312-577-7000

Name MORGAN L. FITCH, JR.  
Address (line 1) FITCH, EVEN, TABIN & FLANNERY  
Address (line 2) 120 SOUTH LASALLE SUITE 1600  
Address (line 4) CHICAGO, IL 60603 3406

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 7

**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)**

			824,268	1,193,420	2,073,958
			865,102	1,212,884	
			1,098,194	1,540,330	

**Number of Properties**

Enter the total number of properties involved. # 7

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$ 190.00

Method of Payment: Enclosed [ ] Deposit Account [ X ]  
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 06-1135

Authorization to charge additional fees: Yes [ X ] 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.*

MORGAN L. FITCH, JR.  
Name of Person Signing

  
Signature

SEP 07 2001  
Date Signed

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

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"M.D. INDUSTRIES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "MD INDUSTRIES ACQUISITION LLC" UNDER THE NAME OF "MD INDUSTRIES ACQUISITION LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF AUGUST, A.D. 2001, AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE SEVENTH DAY OF AUGUST, A.D. 2001, AT 11:58 O'CLOCK P.M.



*Harriet Smith Windsor*  
*Harriet Smith Windsor, Secretary of State*

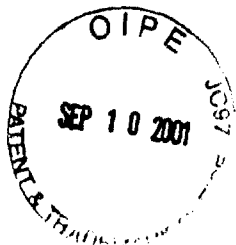
3390909 8100M

AUTHENTICATION: 1314843

010421781

DATE: 08-27-01

TRADEMARK  
REEL: 002367 FRAME: 0782



**CERTIFICATE OF MERGER**

of

**M.D. Industries, Inc.**

with and into

**MD Industries Acquisition LLC**

**(Under Section 18-209 of the Delaware Limited Liability Company Act)**

The undersigned limited liability company organized and existing under and by virtue of the laws of the state of Delaware, DOES HEREBY CERTIFY:

1. That the name and jurisdiction of formation or organization of each of the constituent entities of the merger are as follows:

<u>Name</u>	<u>State of Formation/Organization</u>
M.D. Industries, Inc.	Delaware
MD Industries Acquisition LLC	Delaware

2. That an agreement and plan of merger (the "Agreement of Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act and Section 264(c) of the Delaware General Corporation Law.

3. That the name of the surviving entity of the merger is M.D. Industries Acquisition LLC, a Delaware limited liability company.

4. That the executed Agreement of Merger is on file at an office of the surviving limited liability company at 201 Main Street, Suite 1900, Fort Worth, Texas 76102.


5. That a copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any stockholder, member, or other person holding an interest of either of the constituent entities.

6. That this Certificate of Merger shall be effective as of 11:58 P. M. on August 7, 2001.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 03:30 PM 08/07/2001  
010384985 - 3390909

EXECUTED to be effective August 7, 2001.

**MD INDUSTRIES ACQUISITION LLC,**  
a Delaware limited liability company

By:   
Name: JOHN S. COCHRAN  
Title: VICE PRESIDENT

**TRADEMARKS**

*M.D. Industries, Inc.*

To

*M.D. Industries Acquisition, LLC*

<u>MARK</u>	<u>REG/SERIAL NO.</u>	<u>REG/FILING DATE</u>
MELT-A-WAY	824,268	February 21, 1967
DETERGENT "1.2.2"	865,102	February 18, 1969
WASH-AWAY	1,098,194	August 1, 1978
TOSS-A-WAY	1,193,420	April 6, 1982
M.D. & DESIGN	1,212,884	October 19, 1982
SAF-T-SEAL	1,540,330	May 23, 1989
MD AND DESIGN	2,073,958	June 24, 1997