

02-01-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651 (exp. 5/31/200)



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

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

1. Name of conveying party(ies): Alchem Capital Corporation 1-22-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State: South Carolina
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Alchem Capital Corporation
Internal Address:
Street Address: 300 Delaware Avenue Suite 1704
City: Wilmington State: Delaware Zip: 19801-1612
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State: Delaware
Other
If assignee is not domiciled in the United States, a domestic representative designated 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: August 19, 1993

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
736,097
390,993
399,167
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41) \$ 90.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: N/A
(Attached duplicate copy of this page if paying by deposit account)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Claire M. Kimball
Internal Address: Alston & Bird LLP
Street Address: 1201 W. Peachtree Street
City: Atlanta State: Georgia Zip: 30309-3424

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.
Claire M. Kimball
Name of Person Signing
Signature: Claire M. Kimball
Date: Jan 22, 2002

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

Mail documents to be recorded with required cover sheet information to: CERTIFICATE OF EXPRESS MAILING
Commissioner to Patent & Trademarks, Box Assignments, Washington, D.C. 20231
Mail mailing label number CL604664024
Deposit January 22, 2002

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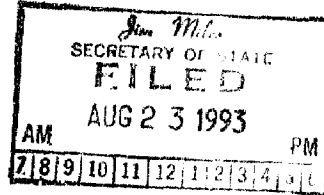
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Permit No. 22802-3813
Claire M. Kimball

TRADEMARK
REEL: 002435 FRAME: 0431

STATE OF SOUTH CAROLINA
SECRETARY OF STATE



ARTICLES OF MERGER

Alchem Capital Corporation, a South Carolina corporation,
into
Alchem Capital Corporation, a Delaware corporation

Pursuant to Section 33-11-105 of the 1976 Code of Laws of South Carolina, as amended, the undersigned as the surviving corporation in a merger, hereby submits the following information:

1. The name of the surviving corporation is Alchem Capital Corporation, a Delaware corporation.
2. Attached hereto and made a part hereof is a copy of the Plan and Agreement of Merger (see Sections 33-11-101).
3. Complete the following information to the extent it is relevant with respect to each corporation which is a party to the transaction:

(a) Name of the surviving corporation: Alchem Capital Corporation. This is a Delaware corporation.

Complete either (1) or (2), whichever is applicable:

- (1) _____ Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(h), 33-11-104(a), and 33-11-108(a)).
- (2) x The Plan of Merger was duly approved by the sole shareholder of the corporation as follows:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Total Number of Shares Voted	
			For	Against
Common Stock	100	100	100	

The number of votes cast for approval of the Plan and Agreement of Merger was sufficient for approval by the common stock.

(b) Name of the non-surviving corporation: Alchem Capital Corporation, P.C. is a South Carolina corporation.

Complete either (1) or (2), whichever is applicable:

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

JAN 16 2002

SECRETARY OF STATE OF SOUTH CAROLINA

TRADEMARK
REEL: 002435 FRAME: 0432

- (1) _____ Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(h), 33-11-104(a), and 33-11-108(a)).
- (2) x The Plan of Merger was duly approved by the sole shareholder of the corporation as follows:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Total Number of Shares Voted	
			For	Against
Common Stock	500	500	500	

The number of votes cast for approval of the Plan and Agreement of Merger was sufficient for approval by the common stock.

4. Unless a delayed date is specified, the effective date of this document shall be the date it is accepted for filing by the Secretary of State (See Sections 33-1-230(b)).

Date: As of August 19, 1993

ALCHEM CAPITAL CORPORATION

By: E. Erwin Maddrey II
E. Erwin Maddrey II, President

FILING INSTRUCTIONS

- Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed.
- Filing Fee (payable to the Secretary of State at the time of filing of this document.)

Filing Fee	\$ 10.00
Filing Tax	100.00

- TWO COPIES OF THE PLAN OF MERGER OR SHARE EXCHANGE MUST BE FILED WITH THIS FORM AS AN ATTACHMENT.

Form Approved for use by the Secretary of State

DO NOT WRITE IN THESE SPACES

PLAN AND AGREEMENT OF MERGER

Alchem Capital Corporation, a South Carolina corporation,
into
Alchem Capital Corporation, a Delaware corporation

A. CORPORATIONS PARTICIPATING IN MERGER.

Alchem Capital Corporation, a South Carolina corporation (the "Merging Corporation"), proposes to merge (the "Merger") with and into Alchem Capital Corporation, a Delaware corporation which will be the surviving corporation (the "Surviving Corporation").

The Merging Corporation and the Surviving Corporation are wholly-owned subsidiaries of Delta Woodside Industries, Inc., a South Carolina corporation.

B. NAME OF SURVIVING CORPORATION

After the Merger, the name of the surviving corporation will be Alchem Capital Corporation.

C. MERGER.

Consummation of the Merger is subject to approval of this Plan and Agreement of Merger (the "Plan") by the shareholder of each of the Merging Corporation and the Surviving Corporation. After approval of the Plan by the shareholders of each of the Merging Corporation and the Surviving Corporation, Articles of Merger respecting the Merger shall be filed with the South Carolina Secretary of State and a Certificate of Merger respecting the Merger shall be filed with the Delaware Secretary of State.

Pursuant to the terms and conditions of this Plan, the Merging Corporation shall merge with and into the Surviving Corporation. Upon the Merger, as provided in this Plan, the Merging Corporation shall

Merging Corporation will cease, and the corporate existence of the Surviving Corporation will continue. The Certificate of Incorporation of the Surviving Corporation shall continue as the Certificate of Incorporation of the surviving corporation in the Merger. The date when the Merger becomes effective shall be the date Articles of Merger are accepted for filing by the Secretary of State of the state of South Carolina and the Certificate of Merger is accepted for filing by the Secretary of State of the state of Delaware (the "Effective Date").

D. TREATMENT OF SHARES.

1. **Surviving Corporation.** The outstanding shares of the Surviving Corporation will not be converted or altered in any manner as a result of the Merger and will remain outstanding as shares of the Surviving Corporation.

2. **Merging Corporation.** At the Effective Date, the outstanding shares of the Merging Corporation will be cancelled as of the Effective Date.

3. **Surrender of Certificates of the Merging Corporation.** The holder of certificates representing shares of the Merging Corporation will surrender such certificates to the Merging Corporation at or before the Effective Date or to the Surviving Corporation after the Effective Date for cancellation on books of the Merging Corporation.

E. ABANDONMENT.

Notwithstanding the approval of this Plan by the churches, by a majority of the incorporators and the authorized representatives, and by a majority of the members of the churches, the churches do hereby

of directors of the Surviving Corporation and the Merging Corporation may, in their discretion, abandon the Merger and terminate this Plan.

IN WITNESS WHEREOF, this Plan and Agreement of Merger is signed by the president and secretary of each corporation as of the 19th day of August, 1993.

ALCHEM CAPITAL CORPORATION, a South Carolina corporation

By: E. Erwin Maddrey II
E. Erwin Maddrey II, President

Attest: Jane H. Greer
Jane H. Greer, Secretary

ALCHEM CAPITAL CORPORATION, a Delaware corporation

By: E. Erwin Maddrey II
E. Erwin Maddrey II, President

Attest: Jane H. Greer
Jane H. Greer, Secretary

SECRETARY'S CERTIFICATE

The undersigned Secretary of each of the Merging Corporation and the Surviving Corporation certifies that the holder of all the outstanding shares of each such corporation approved, and voted for the adoption of, the above Plan and Agreement of Merger.

Jane H. Greer
Jane H. Greer, Secretary
Alchem Capital Corporation, a South Carolina corporation

Jane H. Greer
Jane H. Greer, Secretary
Alchem Capital Corporation, a Delaware corporation