

03-07-2002

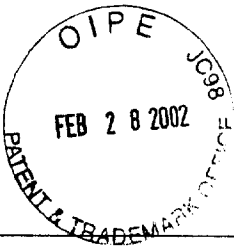


102005776

RINKER BIDDLE & REATH LLP

1500 K Street, N.W., Suite 1100
Washington, D.C. 20005-1209
(202) 842-8800

<p>1. NAME OF CONVEYING PARTY:</p> <p>Thomas J. Johannsen An individual</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY:</p> <p>ATC CHEMICALS INC. A Canadian corporation 96 Forsythe Street Oakville, Ontario CANADA L6K 3J9</p>
<p>3. NATURE OF CONVEYANCE:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>3A. EXECUTION DATE: February 2, 2002 3B. EFFECTIVE DATE: February 2, 2002</p>	<p>2A. ASSIGNEE A FOREIGN ENTITY: Yes: <u> X </u> No: <u> </u></p> <p>2B. DOMESTIC REPRESENTATIVE DESIGNATED Yes: <u> X </u> No: <u> </u></p>
<p>4A. TRADEMARK APPLICATION NOS.:</p> <p>Additional numbers attached? NO</p>	<p>4B. TRADEMARK REGISTRATION NO(S).:</p> <p>Reg. No. 1,611,763 – CORE-BOND Reg. No. 1,761,355 – CORE-CELL (stylized)</p> <p>Additional numbers attached? NO</p>
<p>Norm D. St. Landau, Esq. Drinker Biddle & Reath LLP 1500 K Street, N.W., Suite 1100 Washington, D.C. 20005-1209</p>	
<p>6. TOTAL NUMBER OF TITLES: 2</p> <p>7. TOTAL FEE: \$65.00 (Check Enclosed)</p> <p>8. CHARGE ADDITIONAL FEES TO: DEPOSIT ACCOUNT NO. 50-0573</p> <p>Our Ref: 32196.300/301-165073/4</p>	<p>9. The undersigned declares to the best of her knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document.</p> <p><i>Jennifer L. Dean</i> Jennifer L. Dean Date: February 28, 2002 Page 1 of 3</p>



2-28-02

03/06/2002 6TOM11 00000193 1611763

01 FC:481
02 FC:482

40.00 OP
25.00 OP

32196.300/301-165073/4
DX\342795\1

FILED BY COURIER
February 28, 2002

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: ATC Chemicals, Inc. :
assignee of Thomas J. Johannsen :
Reg. No. : 1,611,763 :
Registered : September 4, 1990 : Trademark Operations
Mark : CORE-BOND :

The Honorable Commissioner for Trademarks
United States Patent and Trademark Office
2900 Crystal Drive
Arlington, VA 22202-3513

POWER OF ATTORNEY

Applicant hereby appoints **NORM D ST. LANDAU**, Henry W. Leeds, Michael J. Remington, Amy E. Carroll, Jennifer L. Dean, Mary Pat Weyback, Patricia N. Vercelli, Janet Fries, and Adam L. Barea, each a member of the Bar of the District of Columbia, and Christen, M. English, a member of the Bars of Maryland and Virginia, each having an address c/o Drinker Biddle & Reath LLP, 1500 K Street, N.W., Suite 1100, Washington, D.C. 20005-1209, to represent it in all proceedings affecting the mark which may arise in the Patent and Trademark Office. **All previous powers of attorney heretofore granted are hereby revoked.**

Please direct all correspondence to **NORM D. ST. LANDAU**.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Norm D. St. Landau, Henry W. Leeds, Michael J. Remington, Amy E. Carroll, Jennifer L. Dean, Mary Pat Weyback, Patricia N. Vercelli, Janet Fries, Adam L. Barea, and Christen M. English, all having an address c/o Drinker Biddle & Reath LLP, 1500 K Street, N.W., Suite 1100, Washington, D.C. 20005-1209, are hereby designated as representatives upon whom notices or process in proceedings affecting the mark may be served.

FILED BY COURIER

Date: 2/28/02
Signature: Christen M. English

DECLARATION

The undersigned declares that he/she is authorized to execute this Power of Attorney and Designation of Domestic Representative on behalf of the registrant; that he/she believes the registrant is the owner of the above-referenced mark; that all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true; and, further, that these statements were made with the warning that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the registration.

ATC CHEMICALS INC.

Dated: Feb 2, 2002

By: [Signature]
Title: President

ASSIGNMENT

WHEREAS, Thomas J. Johannsen, an individual with a residence at 186 All Saints Crescent, Oakville, Ontario, Canada L6J 5N9 ("Assignor"), adopted and used the marks set forth on Schedule A (the "Marks"), and registered them with the United States Patent and Trademark Office; and

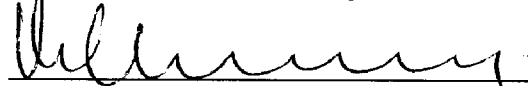
WHEREAS, ATC Chemicals Inc., a Canadian corporation, having a principal address at 96 Forsythe Street, Oakville, Ontario, Canada L6K 3J9 ("Assignee"), wishes to acquire all rights, title and interest in and to the Marks, the goodwill of the business symbolized thereby, and the registrations therefor.

NOW, THEREFORE, good and valuable consideration being extant, Assignor hereby assigns to Assignee all of its right, title and interest in and to the Marks, the registrations therefor, and the goodwill of the business symbolized thereby, including the right to sue and recover profits and damages for past acts of infringement of the Marks.

Assignor further warrants that there are no licenses, encumbrances or other agreements, either written, oral or implied, relating to the Marks, and that he believes he has good and valid title to the Marks to assign to Assignee.


Date: FEBRUARY 2, 2002

THOMAS J. JOHANNSEN



Date: FEBRUARY 2, 2002

ATC CHEMICALS INC.

By: 

Title: President

SCHEDULE A
MARKS

<u>Reg. No.</u>	<u>Mark</u>	<u>Registered</u>	<u>Class</u>
1,611,763	CORE-BOND	September 4, 1990	1
1,761,355	CORE-CELL (Stylized)	March 30, 1993	17

31522/117261
DC\340561\1

RECORDED: 02/28/2002

**TRADEMARK
REEL: 002455 FRAME: 0458**