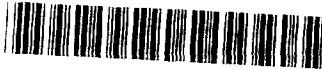


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inal documents or copy thereof.

3/26/02 To the Honorable Commissioner of I

1. Name of conveying party(ies):

United Catalysts, Inc.

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

Additional name(s) of conveying party(ies) attached?

Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 28, 2000

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

Name: Sud-Chemie, Inc.

Internal Address:

Street Address: 1600 W Hill St

City: Louisville State: KY ZIP: 40232

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,687,450

Additional numbers attached? Yes No

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

Name: Scott R. Cox

Internal Address: Lynch, Cox, Gilman + Mahan, PSC

Street Address: 400 West Market Suite 200

City: Louisville State: KY ZIP: 40202

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Scott R. Cox

Name of Person Signing

Signature

3/20/2002

Date

Total number of pages comprising cover sheet:

1

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011).

Office of the Secretary of State

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 AMENDMENT OF "UNITED CATALYSTS INC.", CHANGING ITS NAME FROM "UNITED CATALYSTS INC." TO "SUD-CHEMIE INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2000, AT 12:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF MARCH, A.D. 2000.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1439324

DATE: 11-09-01

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REEL: 002479 FRAME: 0120

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
UNITED CATALYSTS INC.**

UNITED CATALYSTS INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That a resolution was duly adopted at a meeting of the Board of Directors of the corporation setting forth a proposed amendment of the Certificate of Incorporation of the corporation, declaring the amendment to be advisable and directing that the amendment be considered by the stockholders of the corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of the corporation be amended effective 00:01 a.m. on March 1, 2000 by changing the Article thereof numbered "FIRST" so that, as amended, that Article shall be and read as follows:

"The name of the corporation is SUD-CHEMIE INC."

SECOND: That thereafter, pursuant to resolution of the Board of Directors, the stockholders of the corporation consented to the amendment in writing, in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the amendment has been duly adopted in accordance with Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That pursuant to Section 103 of the General Corporation Law of the State of Delaware, the amendment shall be effective at 00:01 a.m. on March 1, 2000.

IN WITNESS WHEREOF, United Catalysts Inc. has caused this certificate to be signed by Frank Wathen, its authorized officer, on February 16, 2000.

By: Frank W Wathen

Title: Secretary and Treasurer

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