

08-06-2002



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

Submission Type

New *7.30.02*

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  
 12 30 1991

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year  
 12 30 1991

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  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 a separate document from Assignment.)

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

08/05/2002 GTON11 0000209 501649 1311770  
01 FC:481 40.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 002555 FRAME: 0348

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

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

#

**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)**

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

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.

David J. Davis



7-19-2002

Name of Person Signing

Signature

Date Signed

DEC 30 1991

Microfilm Number \_\_\_\_\_

Filed with the Department of State on \_\_\_\_\_

Entity Number 274161

*Thomas K. White*

ACTING Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

DECS-15-1988 (Rev. 88)

In compliance with the requirements of 15 P.S. § 1928 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: Atochem North America, Inc. changing name to Elf Atochem North America, Inc.

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the address of its current (a) registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

1a Three Parkway Philadelphia PA 19102 Philadelphia  
Number and Street City State Zip County

1b \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

\_\_\_\_ The surviving corporation is a qualified foreign business corporation incorporated under the laws of \_\_\_\_\_ and the address of its current (a) registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

2a \_\_\_\_\_  
Number and Street City State Zip County

2b \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

\_\_\_\_ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of \_\_\_\_\_ and the address of its principal office under the laws of such domiciliary jurisdiction is:

\_\_\_\_\_  
Number and Street City State Zip

3. The name and the address of the registered office of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

See attached Rider A

DSCB:15-1975 (Rev 89)-2

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on December 31, 1991 at 11:59 p.m.

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

| Name of corporation            | Manner of adoption  |
|--------------------------------|---|
| Atochem North America, Inc.    | Adopted by action of the Board of Directors pursuant to 15 Pa. C.S. Section 1924(b) |
| F. J. Stokes Corporation       |   |
| Pennwalt Equipment Corporation |   |
| S. S. White Company            |   |

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A, attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

| Number and Street | City | State | Zip |
|-------------------|------|-------|-----|
|                   |      |       |     |

IN TESTIMONY WHEREOF, each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 23rd day of December, 1991.

ATOCHEN NORTH AMERICA, INC.  
(Name of Corporation)

By: [Signature]  
(Signature)

TITLE: George Reath, Jr., Senior Vice President

F. J. STOKES CORPORATION  
(Name of Corporation)

By: [Signature]  
(Signature)

TITLE: George Reath, Jr., President

ARTICLES OF MERGER- DOMESTIC BUSINESS CORPORATION

DSCR: 13-1926 - 2(A) (cont'd)

BASKERVILLE CORPORATION

BY: James L. Marx

TITLE: James L. Marx, President

METAL & THERMIT CORPORATION

BY: George Reath, Jr.

TITLE: George Reath, Jr., President

PENNVALT EQUIPMENT CORPORATION

BY: George Reath, Jr.

TITLE: George Reath, Jr., President

PENNVALT INTERNATIONAL SALES CORPORATION

BY: Seymour S. Preston III

TITLE: Seymour S. Preston III, President

S. S. WHITE COMPANY

BY: Seymour S. Preston III

TITLE: Seymour S. Preston III, President

TURCO PULTEX INDUSTRIAL CORPORATION

BY: James L. Marx

TITLE: James L. Marx, President

RIDER A

## MERGING CORPORATIONS ARE:

Name: Baskerville Corporation  
Entity Number, if known:  
Incorporation/Qualification Date in PA: N/A  
State of Incorporation: Delaware

Name: Pennwalt Equipment Corporation  
Entity Number if known:  
Incorporation/Qualification Date in PA: 1/1/66  
State of Incorporation: Pennsylvania

Name: S. S. White Company  
Entity Number, if known:  
Incorporation/Qualification Date in PA: 12/20/67  
State of Incorporation: Pennsylvania

Name: Turco Purex Industrial Corporation  
Entity Number, if known:  
Incorporation/Qualification Date in PA: 3/18/85  
State of Incorporation: Delaware

Name: F. J. Stokes Corporation  
Entity Number, if known:  
Incorporation/Qualification Date in PA: 12/31/63  
State of Incorporation: Pennsylvania

Name: Metal & Thermit Corporation  
Entity Number, if known:  
Incorporation/Qualification Date in PA: N/A  
State of Incorporation: New Jersey

Name: Pennwalt International Sales Corporation  
Entity Number, if known: N/A  
Incorporation/Qualification Date in PA:  
State of Incorporation: Delaware

THE REGISTERED OFFICE FOR EACH CORPORATION IN PENNSYLVANIA IS:

Trusts Parkway  
Philadelphia, PA 19102

PLAN OF MERGER OF  
F. J. STOKES CORPORATION,  
PENNWALT EQUIPMENT CORPORATION,  
S. S. WHITE COMPANY,  
BASKERVILLE CORPORATION,  
PENNWALT INTERNATIONAL SALES CORPORATION,  
TURCO PUREX INDUSTRIAL CORP.  
AND  
METAL & THERMIT CORPORATION  
INTO  
ATOICHEM NORTH AMERICA, INC.

**FIRST:** Atochem North America, Inc., a corporation organized under the laws of the Commonwealth of Pennsylvania, shall merge with and into itself and shall assume the liabilities and obligations of F. J. Stokes Corporation, Pennwalt Equipment Corporation and S. S. White Company, each a corporation organized under the laws of the Commonwealth of Pennsylvania; Baskerville Corporation, Pennwalt International Sales Corporation and Turco Purex Industrial Corp., each a corporation organized under the laws of the State of Delaware; and Metal & Thermit Corporation, a corporation organized under the laws of the State of New Jersey (the "Merging Corporations"). Atochem North America, Inc. shall be the corporation surviving the merger.

**SECOND:** All of the assets of the Merging Corporations shall be transferred to Atochem North America, Inc., the surviving corporation, and the Merging Corporations shall be completely liquidated within the meaning of Section 332 of the Internal Revenue Code of 1986, as amended. The presently issued and outstanding shares of stock of the Merging Corporations, all of which are owned by Atochem North America, Inc., shall be redeemed and cancelled. No shares of stock of the surviving corporation shall be issued in exchange therefor.

**THIRD:** The Articles of Incorporation of Atochem North America, Inc. shall be the Articles of Incorporation of the corporation surviving the merger; provided, however, that ARTICLE 1. of the Articles of Incorporation of Atochem North America, Inc. shall be amended in its entirety to read as follows:

1. The name of the corporation is Elf Atochem North America, Inc."

**FOURTH:** The by-laws of Atochem North America, Inc. shall be the by-laws of the corporation surviving the merger.

**FIFTH:** The directors and officers of Atochem North America, Inc. shall be the directors and officers of the corporation surviving the merger and shall serve until their successors are selected.

**SIXTH:** The officers of each corporation party to the merger shall be and hereby are authorized to do all acts and things necessary and proper to effect the merger.

**SEVENTH:** The merger will be effective at 11:59 p.m. on December 31, 1991.



C O M M O N W E A L T H O F P E N N S Y L V A N I A

D E P A R T M E N T O F S T A T E

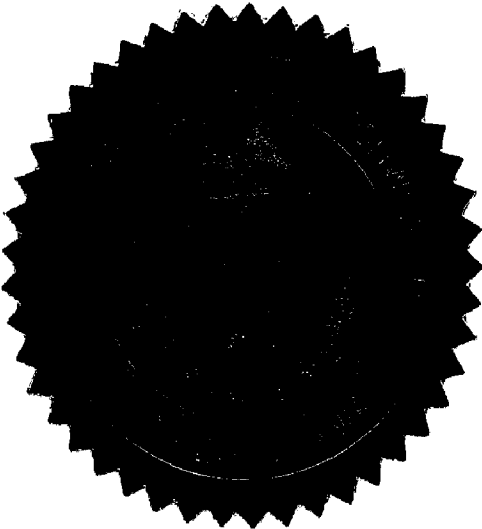
MARCH 29, 2002

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

ELF ATOCHEM NORTH AMERICA, INC.

I, C Michael Weaver, acting Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*C. Michael Weaver*

**ACTING**

Secretary of the Commonwealth

DPOS