

09-09-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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

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

1. Name of conveying party(ies): 8-29-02
 Crompton & Knowles Corporation

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name of address of receiving party(ies)
 Name: CK Witco Corporation
 Internal Address: _____
 Street Address: One American Lane
 City: Greenwich State: CT Zip: 06831

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 1, 1999

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s) See Attached

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Jacqueline P. Scheib
 Internal Address: _____
 Street Address: Robinson & Cole LLP
280 Trumbull Street
 City: Hartford State: CT Zip: 06103

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41) \$515.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
18-1685
 (Attach duplicate copy of this page if paying by deposit account)

FINANCE SECTION
 SEP 11 10 11 AM '02
 RECEIVED

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.

Jacqueline P. Scheib
 Name of Person Signing

Jacqueline P. Scheib
 Signature

8/29/02
 Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

09/06/2002 DBYRNE 00000183 2212984
 01 FC:481 40.00 OP
 02 FC:482 475.00 OP

TRADEMARK
REEL: 002581 FRAME: 0313

Attachment to Form PTO-1594

Section 4 – Application number(s) or registration number(s):

B. Trademark Registration No(s).

Trademark	Registration Number	Registration Date
A LIFETIME OF PROCESS	2,212,984	22-Dec-1998
COM-VAC	1,447,138	14-Jul-1987
D-S IN KEYSTONE	667,385	23-Sep-1958
D-TEX	2,289,239	02-Nov-1999
DAVIS-STANDARD	2,351,805	23-May-2000
DAVIS-STANDARD	627,776	29-May-1956
DSB	2,277,726	14-Sep-2009
DUAL-THERM	2,379,205	22-Aug-2000
FIBERMASTER	1,004,475	11-Feb-1975
FLATPAK	1,412,040	07-Oct-1986
GEMINI	1,412,039	07-Oct-1986
HES	1,523,808	07-Feb-1989
MARK V	1,416,426	11-Nov-1986
MARK VI	1,982,519	25-Jun-1996
NRM EXTRUSION	2,039,733	25-Feb-1997
PLASTISCREW	797,754	19-Oct-1965
PM	1,682,674	14-Apr-1992
SCRAPPER	1,692,437	09-Jun-1992
VARI-GAP	1,301,278	23-Oct-1984
WRAP-KING	779,807	10-Nov-1964

State of Delaware
Office of the Secretary of State

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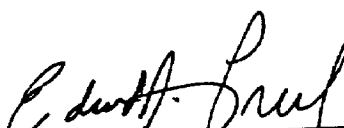
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"CROMPTON & KNOWLES CORPORATION", A MASSACHUSETTS CORPORATION,

WITH AND INTO "CK WITCO CORPORATION" UNDER THE NAME OF "CK WITCO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.




Edward J. Freel, Secretary of State

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001618200

AUTHENTICATION: 0845303

DATE: 12-11-00

TRADEMARK
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Sent. By: INCORPORATING SERVICES LTD;

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STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 11:00 AM 09/01/1999
 991365829 - 3046078

CERTIFICATE OF MERGER
CROMPTON & KNOWLES CORPORATION
INTO
CK WITCO CORPORATION

Pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware ("DGCL"), Crompton & Knowles Corporation, a corporation organized and existing under the laws of the Commonwealth of Massachusetts ("Crompton"), and CK Witco Corporation, a corporation organized and existing under the laws of the State of Delaware and a wholly-owned subsidiary of Crompton ("CK Witco"), do hereby certify to the following facts relating to the merger (the "Merger") of Crompton with and into CK Witco.

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Crompton & Knowles Corporation	Massachusetts
CK Witco Corporation	Delaware

SECOND: An Agreement and Plan of Reorganization, dated as of May 31, 1999, as amended (the "Agreement"), by and among Crompton, CK Witco, and Witco Corporation, a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(e) of the DGCL.

THIRD: The name of the surviving corporation, which shall be a Delaware corporation, is "CK Witco Corporation" (the "Surviving Corporation").

FOURTH: The certificate of incorporation of the Surviving Corporation shall be the Certificate of Incorporation of CK Witco.

FIFTH: The authorized capital stock of Crompton & Knowles Corporation, the Massachusetts corporation, consists of 250,000,000 shares of Common Stock, par value \$.10 per share, and 250,000 shares of Preferred Stock, without par value.

SIXTH: The executed Agreement is on file at the office of the Surviving Corporation at the following address:

CK Witco Corporation
 One Station Plaza, Metro Center
 Stamford, Connecticut 06902

Sent By: INCORPORATING SERVICES LTD;

302 678 0789;

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SEVENTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, Crompton and CK Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 4:30 p.m. on September 1, 1999.

ATTEST:

CROMPTON & KNOWLES CORPORATION

By: [Signature]
Name: John T. Ferguson II
Title: Vice President, General Counsel and Secretary

By: [Signature]
Name: Vincent A. Calarco
Title: Chairman of the Board, President and Chief Executive Officer

ATTEST:

CK WITCO CORPORATION

By: [Signature]
Name: John T. Ferguson II
Title: Senior Vice President, General Counsel and Secretary

By: [Signature]
Name: Vincent A. Calarco
Title: President and Chief Executive Officer