

03-06-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

102382101

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

1. Name of conveying party(ies): Ferro Corporation

3-403

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: February 19, 2003

2. Name and address of receiving party(ies)

Name: ATOFINA Chemicals, Inc.

Internal Address: Patent Department

Street Address: 2000 Market Street

City: Philadelphia State: PA Zip: 19103

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

818963

Additional number(s) attached Yes No

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

Name: ATOFINA Chemicals, Inc.

Internal Address: Patent Dept.

Attn: Mary Fay

Street Address: 2000 Market Street

City: Philadelphia State: PA Zip: 19103

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:

01-2717

(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.

Mary G. Fay

Name of Person Signing

Mary G. Fay

Signature

February 26, 2003

Date

4

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

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

03/06/2003 ECDOPER 00000006 012717 818963

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TRADEMARK REEL: 002684 FRAME: 0154

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (this "Agreement") is made as of February 19, 2003 by and between Ferro Corporation, an Ohio corporation with offices at 1000 Lakeside Avenue, Cleveland, OH 44131 ("Seller") and ATOFINA Chemicals, Inc., a Pennsylvania corporation with offices at 2000 Market Street, Philadelphia, PA 19103 ("Buyer").

BACKGROUND

Seller and Buyer have entered into a transaction whereby Buyer has purchased from Seller the Rylex Business and related rights and assets as defined in and all in accordance with the terms and conditions of an Asset Purchase Agreement dated of even date herewith (the "Asset Purchase Agreement"). The Assets to be conveyed include the trademarks for the Rylex Business.

TERMS

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants herein contained, and intending to be legally bound hereby, the parties agree as follows:

For good and valuable consideration, receipt of which is hereby acknowledged, Seller, the owner of marks which are registered in the United States Patent and Trademark Office under the numbers listed in Schedule I attached hereto, hereby sells and assigns to Buyer, all right, title and interest in and to the said marks, including the right to legally pursue any past, present or future infringement of the rights in said trademarks and the rights to proceeds from infringement suits, together with the goodwill of the business symbolized thereby, and the said registrations thereof, and all rights relating to said trademarks throughout the world.

Seller requests the Commissioner of Patents and Trademarks of the United States of America to issue the Certificate of registration, renewal or Assignment for any registration listed in Schedule I hereto to Buyer, or its successors and assigns, in accordance with the terms of this instrument.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written.

ATOFINA Chemicals, Inc.

Ferro Corporation

By: _____

Emanuel T. Katz
Regional Group President
Thio and Fine Chemicals

By: _____

Dale G. Kramer
Vice President, Performance Chemicals

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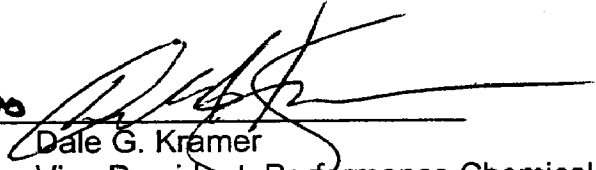
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 Regional Group President
 Thio and Fine Chemicals

By:  _____
 Dale G. Kramer
 Vice President, Performance Chemicals

Schedule I

Registered Trademarks

U.S.A.		
Mark	Reg. No.	Reg. Date
RYLEX	818963	Nov. 22, 1966