

VIA TELEFACSIMILE - 703-306-5995

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Director of the United States Patent and Trademark Office. Please record the attached original documents or copy thereof.
P.O. Box 1450
Alexandria, VA 22313-1450

<p>1. Name of conveying party(ies): Cosan Chemical Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation- New Jersey <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: Rutherford Chemicals LLC</p> <p>Internal Address Street Address - 40 Avenue A</p> <p>City Bayonne State NJ ZIP 07002</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation Delaware <input type="checkbox"/> Other</p>
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<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>Execution Date: <u>November 10, 2003</u></p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No <small>(Designation must be a separate document from Assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p>	<p>B. Trademark registration No.(s) <u>975,264 COCURE</u></p> <p style="text-align: center;">Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>JONES DAY 222 East 41st Street New York, New York 10017</p> <p>Attn: Ilene B. Tannen, Esq.</p> <p>File No.: 861-240-999</p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 3.41)..... \$ 65 Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: <u>16-1150</u></p>
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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.

<u>Ilene B. Tannen</u>			<u>January 6, 2004</u>
Name of Person Signing	Reg. No.	Signature	Date

Total number of pages comprising cover sheet: 2

Mail documents to be recorded with required cover sheet information to:
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

CH \$65.00 161150 0975264

SCHEDULE A

MARK	REG. NO.
COSCAT	1,368,473

ASSIGNMENT OF TRADEMARKS - U.S.

WHEREAS, Cosan Chemical Corporation, a New Jersey corporation, with a place of business at 400 Thirteenth Street, Carlstadt, New Jersey 07072, is the owner of the trademarks and their corresponding registrations listed on Schedule A attached hereto (hereinafter "the Marks");

WHEREAS, Rutherford Chemicals LLC, a Delaware corporation, located at 40 Avenue A, Bayonne, New Jersey 07002, is desirous of acquiring said rights in and to the Marks listed on Schedule A;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Cosan Chemical Corporation does hereby assign unto Rutherford Chemicals LLC all right, title and interest in and to the Marks, together with the goodwill symbolized by the Marks and the registrations thereon, together with all accrued causes of action for infringement or misappropriation thereof.

COSAN CHEMICAL CORPORATION

Dated: November 10, 2003

By: *Peter E. Thauer*
Name: Peter E. Thauer
Title: Vice President

NY: 14070643

SCHEDULE A

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COCURE	975,264
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