

NUNC PRO TUNC TRADEMARK ASSIGNMENT

This Assignment by RHONE-POULENC INC., a New York corporation, having its principal place of business at Prospect Plains Road, Cranbury, New Jersey 08512-7500 (hereinafter referred to as "ASSIGNOR"), to RHODIA INC., a Delaware corporation, having its principal place of business at Prospect Plains Road, Cranbury, New Jersey 08512-7500 (hereinafter referred to as "ASSIGNEE"), hereby states the following:


WHEREAS, ASSIGNOR is the owner of the United States trademark registrations and applications as set forth in Exhibit A attached hereto (hereinafter referred to as "TRADEMARKS") together with the good will of the business symbolized thereby; and

WHEREAS, ASSIGNEE is desirous of acquiring the entire rights, title and interest of ASSIGNOR in and to the said TRADEMARKS, together with said registrations, applications and good will; and

NOW, THEREFORE, for good and valuable consideration paid by the ASSIGNEE, receipt of which is hereby acknowledged, ASSIGNOR does hereby grant, convey, sell, assign, transfer and deliver to the ASSIGNEE its entire rights, title and interest in and to each of the TRADEMARKS set forth, effective as of January 1, 1998, together with all registrations and applications, the right to recover for past infringement, and the goodwill of the business in connection with their use.

IN WITNESS WHEREOF, the ASSIGNOR has caused this document to be executed this 23 day of July 1998.

RHONE-POULENC INC.

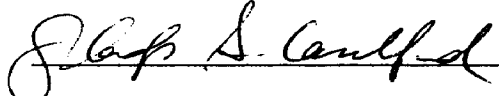
BY 
John P. Donahue
Secretary

STATE OF NEW JERSEY:

SS:

COUNTY OF MIDDLESEX:

On this 23 day of July 1998, personally appeared John P. Donahue, to me known and known to me to be the Secretary of Rhone-Poulenc Inc. the Assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of the said Assignor and pursuant to authority duly received.



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GLADYS S. LANKFORD
Notary Public, State of New Jersey
County of Middlesex
Commission Expires October 16, 2002

EXHIBIT A

TRADEMARK

REG. NO.

VICTABRITE

764,121