

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spherical Products Corporation		11/15/1993	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	PQ Corporation
Street Address:	P.O. Box 840
City:	Valley Forge
State/Country:	PENNSYLVANIA
Postal Code:	19482
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2689573	EXTENDOSPHERES

CORRESPONDENCE DATA	
Fax Number:	(610)407-0701
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(610) 407-0700
Email:	kafoley@ratnerprestia.com
Correspondent Name:	Christopher R. Lewis - RatnerPrestia
Address Line 1:	P.O. Box 980
Address Line 2:	One Westlakes, Berwyn, Suite 301
Address Line 4:	Valley Forge, PENNSYLVANIA 19482-0980

ATTORNEY DOCKET NUMBER:	PQC-353US
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NAME OF SUBMITTER:	Christopher R. Lewis
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Total Attachments: 6
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Microfilm Number _____

Filed with the Department of State on _____

Entity Number 279434

[Signature]

Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

DSCB:15-1926 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1926 (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: PQ CORPORATION

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

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

(a) 11 Valley Forge Exec. Mall, P.O. Box 840, Valley Forge, PA 19482 Chester
Number and Street City State Zip County

(b) c/o: ---
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 (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) ---
Number and Street City State Zip County

(b) c/o: ---
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 County

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation Address of Registered Office or Name of Commercial Registered Office Provider County

90020-6 F11 1300

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, 1993 9:00 p.m. EST
Date Hour

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

Name of Corporation	Manner of Adoption
PQ CORPORATION	Adopted by action of Board of Directors of the corporation pursuant to 15 Pa.C.S. §1924(b)(2)

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, if any, 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	County

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 30 day of November 1993

PQ CORPORATION
(Name of Corporation)

BY: [Signature]
(Signature)

TITLE: Vice President

SPHERICAL PRODUCTS CORPORATION
(Name of Corporation)

BY: [Signature]
(Signature)

TITLE: President



AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, dated this 15th day of November, 1993, is adopted pursuant to Section 1921 of the Pennsylvania Business Corporation Law and Section 252 of the General Corporation Law of Delaware, between PQ CORPORATION, a Pennsylvania corporation, and SPHERICAL PRODUCTS CORPORATION, a Delaware corporation.

WHEREAS, PQ Corporation and Spherical Products Corporation desire to merge into a single corporation;

NOW THEREFORE, the corporations, parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained and intending to be legally bound do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

1. PQ Corporation, hereby merges into itself Spherical Products Corporation and said Spherical Products Corporation shall be and hereby is merged into PQ Corporation. PQ Corporation shall be the surviving corporation.

2. The Certificate of Incorporation of PQ Corporation, as heretofore amended and as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

3. The manner of converting the outstanding shares of the capital stock of each of the constituent corporations into the shares or other securities of the surviving corporation shall be as follows:

a. Each share of preferred stock and each share of common stock of the surviving corporation which shall be issued and outstanding on the effective date of this merger shall remain issued and outstanding.

b. Each share of common stock of the merged corporation which shall be outstanding on the effective date of this merger, and all rights in respect thereof, shall forthwith be cancelled.

4. The terms and conditions of the merger are as follows:

a. The bylaws of the surviving corporation as they shall exist on the effective date of this merger shall be and remain the bylaws of the surviving corporation until the same shall be altered, amended or repealed as therein provided.

b. The directors and officers of the surviving corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

c. This merger shall become effective on December 31, 1993, at 9:00 p.m. EST, provided that before such date this Agreement and Plan of Merger has been duly filed with the Pennsylvania Department of State and the Delaware Secretary of State.

d. Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations, and other assets of every kind and description of the merged corporation shall be transferred to, vested in, and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged corporation shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged corporation, respectively. The merged corporation hereby agrees from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the

intent and purposes hereof, and the proper officers and directors of the merged corporation and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporation or otherwise to take any and all such action.

e. The surviving corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Spherical Products Corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware; and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 500 E. Swedesford Road, P. O. Box 840, Valley Forge, PA 19482, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to said PQ Corporation at the above address.

5. Pursuant to Pennsylvania Business Corporation Law section 1924(b) and Delaware General Corporation Law section 253, this Agreement and Plan of Merger has been approved by the Board of Directors of PQ Corporation. Approval by the Board of Directors of Spherical Products Corporation is not required because, immediately prior to the merger, Spherical Products Corporation was a wholly-owned subsidiary of PQ Corporation.

IN WITNESS WHEREOF, the parties to this Agreement have caused these presents to be executed by the President or Vice President and attested by the Secretary or Assistant Secretary of each party hereto as the respective act, deed and agreement of each of said corporations, on this 15th day of November, 1993.

ATTEST:

By: 
Assistant Secretary

PQ CORPORATION

By: 
Vice President

ATTEST:

By: 
Secretary

SPHERICAL PRODUCTS CORPORATION

By: 
President