

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hampshire Chemical Corp.		11/01/2005	CORPORATION:
RECEIVING PARTY DATA			
Name:	GEO Specialty Chemicals, Inc.		
Street Address:	401 South Earl Avenue		
Internal Address:	Suite 3A		
City:	Lafayette		
State/Country:	INDIANA		
Postal Code:	47904		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	338977	DAXAD	
CORRESPONDENCE DATA			
Fax Number:	(216)566-9711		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(216) 566-9700		
Email:	clark@rankinhill.com		
Correspondent Name:	Kenneth A. Clark		
Address Line 1:	925 Euclid Ave		
Address Line 2:	Suite 700		
Address Line 4:	Cleveland, OHIO 44115		
ATTORNEY DOCKET NUMBER:	GEO/15281.001		
NAME OF SUBMITTER:	Kenneth A. Clark		
Signature:	/Kenneth A. Clark/		

CH \$40.00 338977

Date:

12/14/2005

Total Attachments: 6

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**ASSIGNMENT OF
PATENTS AND TRADEMARKS**

WHEREAS, Hampshire Chemical Corp., a Delaware corporation (hereinafter referred to as "Assignor"), having its principal place of business at 39 Old Ridgebury Road, Danbury, CT 06817-0001, is the record owner of the trademarks set forth in Schedule "A" attached hereto (hereinafter referred to as "Trademarks"), and is also the owner of the entire right, title and interest in the patents set forth in Schedule "B" attached hereto including any reexaminations, reissues, continuations, continuations-in-part, and/or divisions thereof (hereinafter referred to as "Patents").

WHEREAS, GEO Specialty Chemicals, Inc., an Ohio corporation (hereinafter referred to as "Assignee"), having its corporate office at 401 South Earl Avenue, Suite 3A, Lafayette, IN 47904, is desirous of acquiring all right, title and interest in and to said Trademarks and said Patents, including any causes in action relating to said Trademarks and said Patents; and

WHEREAS, it is desired that the assignment of the said Trademarks and said Patents be made a matter of record in the patent and trademark registries of the countries specified in Schedules "A" and "B" attached hereto.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor hereby sells, assigns, transfers and conveys unto Assignee all of its right, title and interest, whether statutory or common law, in and to the said Trademarks, including the goodwill represented by the said Trademarks and said Patents, including all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, and to any causes in action, claims for damages, profits and costs, both in equity and in law, relating to said Trademarks and said Patents, and the right to sue, counterclaim, and recover for past, present, and future infringement of the rights assigned or to be assigned under this Agreement.

Assignment of Trademarks and Patents
Hampshire Chemical Corp.. to GEO Specialty Chemicals, Inc.

Assignor further hereby covenants, agrees and undertakes to execute, whenever requested by Assignee, all applications, assignments, lawful oaths and any other papers which Assignee may deem necessary or desirable for securing to Assignee or for maintaining for Assignee the said Trademarks and said Patents hereby assigned, all without further compensation to Assignor.

[Signatures to follow]

IN WITNESS WHEREOF, Assignor has caused this Assignment of said Trademarks and said Patents to be executed by its duly authorized representative on this 1st day of November, 2005.

EJD
AS

Hampshire Chemical Corp.

By Stephen J. Doktycz

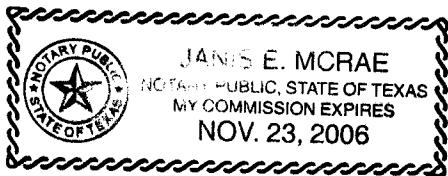
Name: Stephen J. Doktycz

Title: Authorized Representative

STATE OF §
 § ss.
COUNTY OF §

BEFORE ME, the undersigned authority, on this 1st day of November, 2005, personally appeared Stephen J. Doktycz known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as Authorized Represen on behalf of Hampshire Chemical Corp., the corporation therein named, and acknowledged to me that the instrument was the free deed and act of said corporation for the purposes therein set forth and intending that this instrument be recorded.

[SEAL]



Janis E. McRae
Notary Public

IN WITNESS WHEREOF, Assignee accepts this Assignment of said Trademarks and said Patents to be executed by its duly authorized representative on this 1st day of November, 2005.

GEO Specialty Chemicals, Inc.

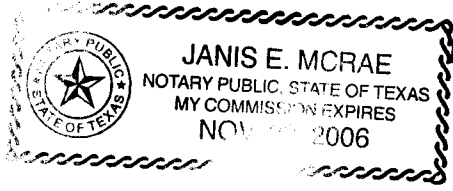
By *W.P. Eckman*

Name: William P. Eckman
Title: Chief Financial Officer, Executive Vice President,
Treasurer & Secretary

STATE OF §
 § ss. Houston
COUNTY OF §

BEFORE ME, the undersigned authority, on this 1st day of November, 2005, personally appeared William P. Eckman, known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as Chief Financial Officer Exec Vice President Treasurer & Secretary on behalf of GEO Specialty Chemicals, Inc., the corporation therein named, and acknowledged to me that the instrument was the free deed and act of said corporation for the purposes therein set forth and intending that this instrument be recorded.

[SEAL] *Janis E. McRae*
Notary Public



Schedule A

DAXAD Trademarks

Country	First registration No.	Latest Renewal No.	List of Registered Owner	Next Renewal
Canada	126153	126153	Hampshire Chemical Corp	4/19/2007
China	1214039		Hampshire Chemical Corp	10/14/2008
France	1321227		Hampshire Chemical Corp	8/27/2015
Italy	401684	401684	Hampshire Chemical Corp	7/19/2010
Switzerland	234260	366089	Hampshire Chemical Corp	6/27/2008
United Kingdom	570505	570505	WR Grace	7/25/2006
United States	338977	338977	Hampshire Chemical Corp	9/22/2006

Schedule B

Patents

Dow File Number	Title	Patent No. (expiration)
39060	Process to produce amino carboxylic acids containing low residual salt	US 5491259 (9/2014)
60246	Recovery of glycine & glauber's salt from waste crystal liquor	US 5338530 (1/2008) JP 2931621 (4/2010)
60443	Adiabatic process for the prep of glycinonitrile	US 5079380 (5/2010)
61749	Modified Napthalene Sulfonate Formaldehyde Condensate	US Provisional No. 60/414979 abandoned Oct. 2003. Note: Dow made an unrestricted disclosure of the invention to 3 rd party prior to filing the US provisional.
61835	Clay Deflocculant	Dow Internal Disclosure Inactivated March 2003.