

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/17/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ASARCO INCORPORATED		02/17/2005	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	ASARCO LLC
Street Address:	1150 N 7th Ave.
City:	Tucson
State/Country:	ARIZONA
Postal Code:	85705
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	1034221	ATR
Registration Number:	1048415	ASARCO
Registration Number:	2382482	REALSCAN
Registration Number:	2387915	ENVIROLLOY

CORRESPONDENCE DATA

Fax Number: (203)787-5818
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 203-787-0595
 Email: delpet@delpet.com
 Correspondent Name: DeLio & Peterson LLC
 Address Line 1: 121 Whitney Ave.
 Address Line 4: New Haven, CONNECTICUT 06510

ATTORNEY DOCKET NUMBER: ASR400016000

TRADEMARK

900040567

REEL: 003233 FRAME: 0452

CH \$115.00 1034221

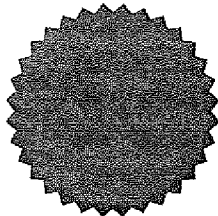
NAME OF SUBMITTER:	John J. Tomaszewski
Signature:	/John J. Tomaszewski/
Date:	01/25/2006
Total Attachments: 6 source=asr400016000-scan-efile#page1.tif source=asr400016000-scan-efile#page2.tif source=asr400016000-scan-efile#page3.tif source=asr400016000-scan-efile#page4.tif source=asr400016000-scan-efile#page5.tif source=asr400016000-scan-efile#page6.tif	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ASARCO LLC", FILED IN THIS OFFICE ON THE FOURTH DAY OF FEBRUARY, A.D. 2005, AT 6:55 O'CLOCK P.M.



3922197 8100

050095436

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3665716

DATE: 02-04-05

TRADEMARK
REEL: 003233 FRAME: 0454

CERTIFICATE OF FORMATION

OF

ASARCO LLC

This Certificate of Formation is being executed as of February 4, 2005, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act. The undersigned, being duly authorized to file this certificate, does hereby certify as follows:

ARTICLE 1. NAME

The name of the limited liability company is ASARCO LLC (the "Company").

**ARTICLE 2. REGISTERED OFFICE
AND REGISTERED AGENT**

The address of the Company's registered office in the State of Delaware is 9 East Lookerman Street, Suite 1B, in the City of Dover, County of Kent, Delaware 19901. The name of its registered agent at such address is National Registered Agents, Inc.

ARTICLE 3. DURATION

The duration of the Company shall be perpetual.

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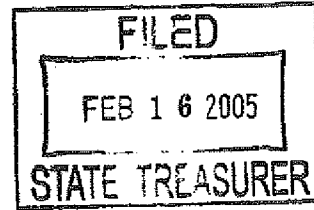
State of Delaware
Secretary of State
Division of Corporations
Delivered 06:53 PM 02/04/2005
FILED 06:55 PM 02/04/2005
SRV 050095436 - 3922197 FILE

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Formation as of the day and year first above written.

D. E. McAllister

Douglas E. McAllister
Authorized Person

NY15379872



CERTIFICATE OF MERGER

OF

ASARCO INCORPORATED
(A New Jersey Corporation)

1611359000

AND

ASARCO LLC
(A Delaware Limited Liability Company)

0600227388

To the Department of the Treasury
State of New Jersey

Pursuant to the provisions of Section 14A:10-14 of the New Jersey Business Corporation Act and Section 42:2B-20 of the New Jersey Limited Liability Company Act, it is hereby certified that:

FIRST: The names of the merging entities are ASARCO Incorporated, which is a business corporation organized under the laws of the State of New Jersey, and ASARCO LLC, which is a limited liability company organized under the laws of the State of Delaware.

SECOND: Annexed hereto and made a part hereof is the Agreement and Plan of Merger for merging ASARCO Incorporated with and into ASARCO LLC as approved by the governing bodies of each of the said entities.

THIRD: The number of shares of ASARCO Incorporated which were entitled to vote at the time of the approval of the Plan of Merger by its shareholders is 1000 shares of common stock, \$0.01 par value per share, all of which are of one class.

The sole shareholder entitled to vote of the aforesaid corporation approved the Agreement and Plan of Merger pursuant to its written consent without a meeting of shareholders; and the number of shares represented by such consents is 1000 shares of common stock. The number of shares which were voted against the same is 0. The date of said consents and approval was February 4, 2005.

FOURTH: The applicable provisions of the laws of the jurisdiction of organization of ASARCO LLC relating to the merger of ASARCO Incorporated with and into ASARCO LLC will have been complied with upon compliance with any of the filing and recording requirements thereof.

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thereof.

FIFTH: ASARCO LLC hereby agrees that it may be served with process in the State of New Jersey in any proceeding for the enforcement of any obligation of ASARCO Incorporated or any obligation of ASARCO LLC for which it is previously amenable to suit in the State of New Jersey and in any proceeding for the enforcement of the rights of a dissenting shareholder of ASARCO Incorporated against ASARCO LLC; and ASARCO LLC hereby irrevocably appoints the Department of the Treasury of the State of New Jersey as its agent to accept service of process in any such proceeding and designates the following post office address without the State of New Jersey to which said Department of the Treasury shall mail a copy of the process in such proceeding: 2575 East Camelback Road, Suite 500, Phoenix, Arizona 85016.

ASARCO LLC hereby agrees that it will promptly pay to the dissenting shareholders of ASARCO Incorporated the amount, if any, to which they are entitled under the provisions of the New Jersey Business Corporation Act with respect to the rights of dissenting shareholders.

SIXTH: ASARCO LLC will continue its existence as the surviving limited liability company under its present name pursuant to the provisions of the laws of the jurisdiction of its organization.

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Feb 17 2005 15:31

Executed on this 17th day of February, 2005.

ASARCO INCORPORATED

By: D. E. McAllister
Signer's Name: Douglas E. McAllister
Signer's Capacity: Vice President, General
Counsel and Secretary

ASARCO LLC

By: D. E. McAllister
Signer's Name: Douglas E. McAllister
Signer's Capacity: Vice President, General
Counsel and Secretary

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Feb 17 2005 16:31

Fax: 609-984-6851

DIVISION OF REVENUE

TRADEMARK

RECORDED: 01/25/2006

REEL: 003233 FRAME: 0459