

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/28/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
B D S Two, Inc.		02/27/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Hexion Specialty Chemicals, Inc.
Street Address:	180 East Broad Street
Internal Address:	24th Floor
City:	Columbus
State/Country:	OHIO
Postal Code:	43215
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Serial Number:	76385709	BABY BORDEN
Registration Number:	2703415	BORDEN
Registration Number:	921370	BORDEN
Registration Number:	2400981	BORDEN BRINGS THE DAIRY HOME
Registration Number:	2715645	BORDEN PLUS
Registration Number:	810861	ELSIE
Registration Number:	2951221	ELSIE BORDEN
Registration Number:	2464457	ELSIE BORDEN
Registration Number:	0405706	
Registration Number:	0529468	
Registration Number:	0397158	
Registration Number:	2458209	ELSIE'S KITCHEN

CH \$440.00 76385709

Registration Number:	0052243	GAIL BORDEN
Registration Number:	1504138	IF IT'S BORDEN IT'S GOT TO BE GOOD
Registration Number:	1042420	IF IT'S BORDEN IT'S GOT TO BE GOOD
Registration Number:	1335708	IF IT'S BORDEN-IT'S GOT TO BE GOOD
Registration Number:	0647962	

CORRESPONDENCE DATA

Fax Number: (202)467-8900

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-467-8810

Email: cmamron@vssp.com, jsplantanida@vssp.com

Correspondent Name: Cory M. Amron

Address Line 1: 1828 L Street N.W.

Address Line 2: Eleventh Floor

Address Line 4: washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	001710/19/JSP/MERGERBDS
NAME OF SUBMITTER:	Julie S. Piantanida
Signature:	/jsp/
Date:	04/26/2006

Total Attachments: 3

source=BDS2-DE final#page1.tif

source=BDS2-DE final#page2.tif

source=BDS2-DE final#page3.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 OWNERSHIP, WHICH MERGES:

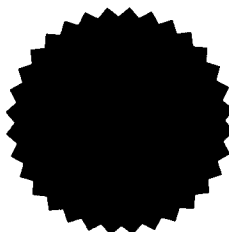
"B D S TWO, INC.", A DELAWARE CORPORATION,

WITH AND INTO "HEXION SPECIALTY CHEMICALS, INC" UNDER THE NAME OF "HEXION SPECIALTY CHEMICALS, INC", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW JERSEY, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2006, AT 5:28 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4116984 8100M

060198879



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4558077

DATE: 03-01-06

TRADEMARK
REEL: 003298 FRAME: 0154

CERTIFICATE OF OWNERSHIP AND MERGER

of

B D S TWO, INC.
(a Delaware corporation)

into

HEXION SPECIALTY CHEMICALS, INC.
(a New Jersey corporation)

It is hereby certified that:

1. Hexion Specialty Chemicals, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of New Jersey.
2. The Corporation is the owner of all of the outstanding shares of stock of B D S Two, Inc., which is a business corporation of the State of Delaware.
3. The laws of the jurisdiction of organization of Hexion Specialty Chemicals, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges B D S Two, Inc. into Hexion Specialty Chemicals, Inc.
5. The following is a copy of the resolutions adopted on February 27, 2006, by the Board of Directors of the Corporation to merge the said B D S Two, Inc. into the Corporation:

RESOLVED that B D S Two, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers, and franchises of B D S Two, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by B D S Two, Inc. in its name.

RESOLVED that this Corporation assume all of the obligations of B D S Two, Inc.

Page 1 of 2

J:\Mergers-Dissolutions\DE - NJ\Bakelite NA - HSC Cert Merger.doc

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:37 PM 02/28/2006
FILED 05:28 PM 02/28/2006
SRV 060198879 - 2276989 FILE

TRADEMARK
REEL: 003298 FRAME: 0155

RESOLVED that this Corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of B D S Two, Inc., as well as for enforcement of any obligation of this Corporation arising from the merger herein provided for; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such proceeding; and does hereby specify the following address without the State of Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

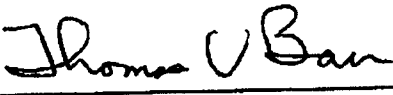
c/o General Counsel - Hexion Specialty Chemicals, Inc.
180 East Broad Street, Columbus, Ohio 43215

RESOLVED that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of New Jersey, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of B D S Two, Inc. and of this Corporation and in any other appropriate jurisdiction.

RESOLVED that the effective time of the Certificate of Ownership and Merger setting forth a copy of the preceding resolutions, and the time when the merger therein provided for, shall become effective February 28, 2006.

Executed on this 27th day of February, 2006.

Hexion Specialty Chemicals, Inc.

By: 
Thomas V. Barr, Vice President