

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Chemtura USA Corporation		12/31/2006	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Chemtura Corporation		
Street Address:	Benson Road		
City:	Middlebury		
State/Country:	CONNECTICUT		
Postal Code:	06749		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2055380	MONEX	
CORRESPONDENCE DATA			
Fax Number:	(203)573-4430		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Email:	alaine.doolan@chemtura.com		
Correspondent Name:	Alaine Doolan		
Address Line 1:	Benson Road		
Address Line 4:	Middlebury, CONNECTICUT 06749		
ATTORNEY DOCKET NUMBER:	MONEX INTP010098		
NAME OF SUBMITTER:	Alaine Doolan		
Signature:	/Alaine Doolan/		

CH \$40.00 2055380

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TRADEMARK  
REEL: 003517 FRAME: 0560

Date:

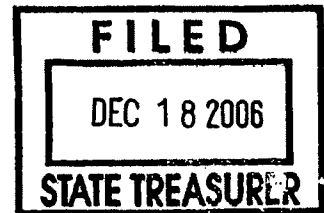
04/09/2007

**Total Attachments: 3**

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**New Jersey Division of Revenue  
Certificate of Merger/Consolidation  
(Profit Corporations)**

This form may be used to record the merger or consolidation of a corporation with or into another business entity or entities, pursuant to NJSA 14A. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the Department of the Treasury, Division of Revenue's office.

1. Type of Filing (check one): ☒ Merger ☐ Consolidation
2. Name of Surviving Business Entity: **Chemtura Corporation**
3. Name(s)/Jurisdiction(s) of All Participating Business Entities including Surviving Entity:
- | Name                            | Jurisdiction      | Identification # Assigned by Treasurer (if applicable) |
|---------------------------------|-------------------|--|
| <b>Chemtura USA Corporation</b> | <b>New Jersey</b> | <b>0100271711</b>                                      |
| <b>Chemtura Corporation</b>     | <b>Delaware</b>   | <b>0100795249</b>                                      |

4. Date Merger/Consolidation adopted: **December 8, 2006**

5. Voting: (all corporations involved; attach additional sheets if necessary)
- a Corp. Name **Chemtura USA Corporation** Outstanding Shares \_\_\_\_\_  
If applicable, set forth the number and designation of any class or series of shares entitled to vote.  
**Common Shares -- no par value**

Voting For **160** Voting Against **0** ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) ☒

- b Corp. Name **Chemtura Corporation** Outstanding Shares \_\_\_\_\_  
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_ Voting Against \_\_\_\_\_ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the ~~shareholders~~ **directors** without a meeting (check) ☒

- c Corp. Name \_\_\_\_\_ Outstanding Shares \_\_\_\_\_  
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_ Voting Against \_\_\_\_\_ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) ☐

6. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer:

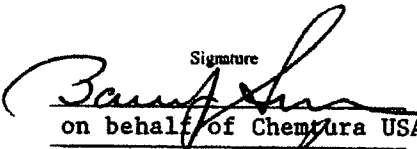
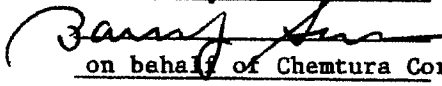
The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of any domestic or foreign corporation, previously amenable to suit in this State, which is a party to this merger/consolidation, and in any proceeding for the enforcement of the rights of a dissenting shareholder of such domestic corporation against the surviving corporation.

The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the surviving business entity at the Service of Process address stated above.

The Surviving Business Entity also agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they may be entitled under the provisions of Title 14A.

Certificate of Merger/Consolidation  
UMC-2  
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7. Effective Date (see inst.): December 31, 2006 at 11:59 p.m. Eastern Standard Time

Signature	Name	Title	Date
	Barry J. Shainman	Vice President	12/18/06
on behalf of Chemtura USA Corporation		and Secretary	
	Barry J. Shainman	Vice President	12/18/06
on behalf of Chemtura Corporation		and Secretary	

\*\*Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646

**PLAN OF MERGER OF  
CHEMTURA USA CORPORATION  
WITH AND INTO  
CHEMTURA CORPORATION**

This PLAN OF MERGER (this "Plan"), dated as of December 31, 2006, sets forth the terms of the merger (the "Merger") of CHEMTURA USA CORPORATION, a New Jersey corporation ("Chemtura USA"), with and into CHEMTURA CORPORATION, a Delaware corporation (the "Parent"), pursuant to the provisions of the Delaware General Corporation Law, as amended (the "DGCL"), including, without limitation, Section 253 of the DGCL.

Immediately prior to the adoption of this Plan and at all times thereafter until the Effective Time (as defined below), the Parent owned and will continue to own 100% of the issued and outstanding shares of the capital stock of Chemtura USA.

1. Effective Time. As used in this Plan, the term "Effective Time" shall mean 11:59 p.m., Eastern Standard Time, on December 31, 2006.

2. The Merger. At the Effective Time, Chemtura USA shall merge with and into the Parent, the Parent shall absolutely and unconditionally assume all of the liabilities and obligations of Chemtura USA and the separate corporate existence of Chemtura USA shall thereupon cease. The Parent shall be the surviving corporation in the Merger (sometimes referred to as the "Surviving Corporation") and shall continue to be governed by the laws of the State of Delaware, and the separate corporate existence of the Parent with all its rights, privileges, immunities, powers and franchises shall continue unaffected by the Merger. The Merger shall have the effects specified in Section 259 of the DGCL.

3. Terms of the Merger. At the Effective Time, automatically by virtue of the Merger and without any action on the part of any party or other person, each share of capital stock of Chemtura USA issued and outstanding immediately prior to the Effective Time shall no longer be outstanding, shall be canceled and retired without payment of any consideration therefor, and shall cease to exist.

4. Certificate of Incorporation; By-laws. The certificate of incorporation and by-laws of the Parent immediately prior to the Effective Time shall be the certificate of incorporation and by-laws of the Surviving Corporation and thereafter may be amended as provided in accordance with applicable law.

5. Board of Directors and Officers. The initial directors and officers of the Surviving Corporation shall consist of the directors and officers of the Parent immediately prior to the Effective Time.