

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/12/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Univar North America Corp.		10/12/2007	CORPORATION: WASHINGTON

**RECEIVING PARTY DATA**

Name:	Univar Inc.
Street Address:	500 - 108th Avenue NE, Suite 2200
City:	Bellevue
State/Country:	WASHINGTON
Postal Code:	98004-5586
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	2752608	
Registration Number:	2714133	MASTERLINE
Registration Number:	2442631	CHEMPOINT.COM
Registration Number:	2559430	CHEMPOINT.COM
Registration Number:	1961411	REMOTE SENTRY
Registration Number:	2459904	MASTERLINE
Registration Number:	1961375	REMOTE SENTRY
Registration Number:	1724817	UNIVAR

**CORRESPONDENCE DATA**

Fax Number: (206)624-2719  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 206-264-2960  
 Email: cindy.caditz@klarquist.com

**CH \$215.00 2752608**

Correspondent Name: Cindy L. Caditz  
Address Line 1: 600 University Street, Suite 2950  
Address Line 2: One Union Square  
Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	7515-73259-02
NAME OF SUBMITTER:	Cindy L. Caditz
Signature:	/Cindy L. Caditz/
Date:	11/21/2007

**Total Attachments: 8**

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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **Sam Reed**, Secretary of State of the State of Washington and custodian of its seal,  
hereby issue this

certificate that the attached is a true and correct copy of

CERTIFICATE OF MERGER

of

UNIVAR NORTH AMERICA CORP.

as filed in this office on October 12, 2007.

Date: October 12, 2007



Given under my hand and the Seal of the State  
of Washington at Olympia, the State Capital

Sam Reed, Secretary of State

TRADEMARK

REEL: 003665 FRAME: 0738

ARTICLES OF MERGER  
OF  
UNIVAR NORTH AMERICA CORP.  
INTO  
UNIVAR INC.

**FILED**  
**SECRETARY OF STATE**  
OCT 12 2007  
**STATE OF WASHINGTON**

To the Secretary of State  
State of Washington

Pursuant to the provisions of the Washington Business Corporation Act governing the merger of a domestic wholly-owned subsidiary business corporation into its foreign parent business corporation, the foreign parent business corporation hereinafter named does hereby submit the following articles of merger.

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Washington, is Univar North America Corp.
2. The name of the parent corporation, which is a business corporation organized under the laws of the State of Delaware, is Univar Inc.
3. The number of outstanding shares of Univar North America Corp. is One Hundred (100), all of which are of one class, and all of which are owned by Univar Inc.
4. The following is the Plan of Merger for merging Univar North America Corp. into Univar Inc. as approved by resolution of the Board of Directors of Univar Inc.

1. Univar Inc., which is a business corporation of the State of Delaware and is the owner of all of the outstanding shares of Univar North America Corp., which is a business corporation of the State of Washington, hereby merges Univar North America Corp. into Univar Inc. pursuant to the provisions of the Washington Business Corporation Act and pursuant to the provisions of Delaware.

2. The separate existence of Univar North America Corp. shall cease at the effective time and date of the merger pursuant to the provisions of the Washington Business Corporation Act; and Univar Inc. shall continue its existence as the surviving corporation pursuant to the provisions of Delaware.

3. The articles of incorporation of Univar Inc. are not amended in any respect by this Plan of Merger.

4. The issued shares of Univar North America Corp. shall not be converted or exchanged in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be surrendered and extinguished.

5. Each share of Univar Inc. outstanding immediately prior to the effective time and date of the merger is to be an identical outstanding or treasury or unissued share of Univar Inc. at the effective time and date of the merger.

6. No shares of Univar Inc. and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.

7. The Board of Directors and the proper officers of Univar Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

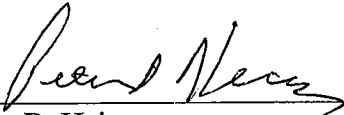
5. Univar Inc. in its capacity as the holder of all of the outstanding shares of Univar North America Corp. waived the mailing of a copy of the Plan of Merger to Univar Inc. otherwise provided for under the provisions of Section 23B.11.040 of the Washington Business Corporation Act.

6. The laws of the jurisdiction of organization of Univar Inc. permit a merger of a wholly-owned subsidiary business corporation of another jurisdiction into a parent business corporation of the jurisdiction of organization of Univar Inc.; and the merger of Univar North America Corp. into Univar Inc. is in compliance with the laws of the jurisdiction of organization of Delaware.

7. Shareholder approval was not required.

Dated: October 12, 2007

UNIVAR INC.

By:  \_\_\_\_\_

Name: Peter D. Heinz

Title: Vice President, General Counsel and Secretary

# 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:

"UNIVAR NORTH AMERICA CORP.", A WASHINGTON CORPORATION, WITH AND INTO "UNIVAR INC." UNDER THE NAME OF "UNIVAR INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF OCTOBER, A.D. 2007, AT 8:34 O'CLOCK P.M.

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

0807260 8100M

071113780



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6074041

DATE: 10-15-07

TRADEMARK  
REEL: 003665 FRAME: 0742

**CERTIFICATE OF OWNERSHIP AND MERGER**

**OF**

**UNIVAR NORTH AMERICA CORP.**

**(a State of Washington corporation)**

**into**

**UNIVAR INC.**

**(a State of Delaware corporation)**

It is hereby certified that:

1. Univar Inc., (hereinafter sometimes referred to as the "Corporation"), is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of stock Univar North America Corp., which is a business corporation of the State of Washington.

3. The laws of the jurisdiction of organization of Univar North America Corp. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges Univar North America Corp. into the Corporation.

5. The following is a copy of the resolutions adopted on October 12, 2007 by the Board of Directors of the Corporation to merge the said Univar North America Corp. into the Corporation:

RESOLVED that Univar North America Corp. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers, and franchises of Univar North America Corp. 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 Univar North America Corp. in its name.

RESOLVED that this Corporation assume all of the obligations of Univar North America Corp.



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 Washington, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of Univar North America Corp. and of this Corporation and in any other appropriate jurisdiction.

*(Signature Page Follows)*

**UNIVAR INC.**

By: /s/ Peter Heinz  
Name: Peter Heinz  
Title: Vice President, Secretary and General Counsel

Signature Page to Certificate of Ownership and Merger