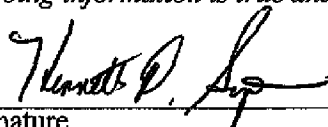
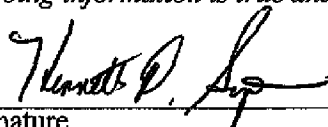
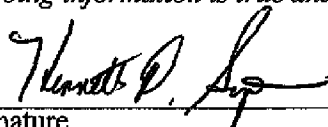


FORM PTO-1594 (Rev. 10-02)	<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office			
<b>To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.</b>					
<b>1. Name of conveying party(ies):</b> <u>S-T-N Holdings, Inc.</u>  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - <u>Nevada</u> <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>2. Name and address of receiving party(ies):</b> Name: <u>Osmose, Inc.</u> Internal Address: _____ Street Address: <u>980 Ellicott Street</u> City: <u>Buffalo</u> State: <u>NY</u> ZIP: <u>14209</u>  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - <u>New York</u> <input type="checkbox"/> Other _____  If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from assignment) Additional name(s) and address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>3. Nature of conveyance:</b> <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____  Execution Date: <u>October 15, 2007</u>	<b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s)  B. Trademark Registration No.(s) <p style="text-align: center;">3,047,827</p> Additional Numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>5. Name and address of party to whom correspondence concerning document should be mailed:</b> Name: <u>Kenneth D. Suzan</u> <u>Hodgson Russ LLP</u>  Internal Address: <u>The Guaranty Building</u> Street Address: <u>140 Pearl Street, Suite 100</u> City: <u>Buffalo</u> State: <u>NY</u> ZIP: <u>14202-4040</u>	<b>6. Total number of applications and registrations involved:</b> <u>1/1</u>  <b>7. Total fee (37 CFR 3.41).....</b> <u>\$40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <b>8. Deposit account number:</b> <u>08-2442</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>				
<b>DO NOT USE THIS SPACE</b>					
<b>9. Statement and signature</b>  <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i>  <table style="width:100%; border: none;"> <tr> <td style="width:30%; border: none;"> <u>Kenneth D. Suzan</u>            Name of Person Signing         </td> <td style="width:40%; border: none; text-align: center;">             Signature         </td> <td style="width:30%; border: none; text-align: right;"> <u>December 14, 2007</u>            Date         </td> </tr> </table> <p style="text-align: center;">Total number of pages including cover sheet, attachments and document:</p> <div style="text-align: center; border: 1px solid black; width: 30px; margin: 0 auto; padding: 2px;">5</div>			<u>Kenneth D. Suzan</u> Name of Person Signing	 Signature	<u>December 14, 2007</u> Date
<u>Kenneth D. Suzan</u> Name of Person Signing	 Signature	<u>December 14, 2007</u> Date			

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**Mail documents to be recorded with required cover sheet information to:**  
**Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office**  
**P.O. Box 1450, Alexandria, VA 22313-1450**

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700350650

11/03/2007  
700348846

Q:KENNETH D. SUZAN - HODGSON RUSS LLP COMPANY:THE GUARANTY BUILDING

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
Stylesheet Version v1.1

10/23/2007  
900089947

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	10/8/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
B-T-N Holdings, Inc.		10/15/2007	CORPORATION: NEVADA

**RECEIVING PARTY DATA**

<b>Name:</b>	Compass, Inc.
<b>Street Address:</b>	380 Elkott Street
<b>City:</b>	Buffalo
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	14206
<b>Entity Type:</b>	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 40**

Property Type	Number	Word Mark
Registration Number:	1629188	AZZ-PAD
Registration Number:	1634824	AMERICA'S WOOD
Registration Number:	1639101	AMERICA'S WOOD
Registration Number:	3040881	CARBO-NT
Registration Number:	3007187	CLEANWOOD
Registration Number:	0867318	COVERCAP
Serial Number:	78617730	C-TRUSS
Registration Number:	3146088	DURAFUME
Registration Number:	5088221	ENSPIRA
Registration Number:	3047827	ENSPIRA SOLUTIONS ←
Registration Number:	2820227	FASTGATE
Registration Number:	2834910	FIREPRO
Serial Number:	78618425	FLAMEPRO

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Registration Number:	1917292	HI-BOR
Registration Number:	0708197	HOLLOW HEART
Serial Number:	78908428	I GUARD
Registration Number:	083747	K-35
Serial Number:	78916243	MICRO SHADES
Serial Number:	78917094	MICROPRO
Serial Number:	78786668	MICROPRO
Serial Number:	78793208	MICROSHADES
Registration Number:	1888282	MITO-FLINE
Registration Number:	1897913	NATUREWOOD
Registration Number:	2688804	NW 100
Serial Number:	78708671	OPTIMUM
Registration Number:	0847237	OSMOBAND
Serial Number:	7888702	OSMO-C2-TRUSS
Registration Number:	8081298	OSMO-C-TRUSS
Registration Number:	0372338	OSMOPLASTIC
Registration Number:	2793317	OSMOSE
Registration Number:	0828006	OSMOSE K-35
Registration Number:	1238892	OSMOSE SUNWOOD
Registration Number:	0746801	OSNOWELD
Registration Number:	1188387	PILE-GARD
Serial Number:	78708834	PROTIM
Serial Number:	78832362	RAINDANCE
Serial Number:	78891187	RAGGALC
Registration Number:	1016187	RHIGOMETER
Serial Number:	78737783	SMART SENSE
Serial Number:	78877928	SMART SENSE
Registration Number:	1178888	SUNWOOD
Serial Number:	78877875	SUNWOOD
Registration Number:	2838288	TIE-GARD
Registration Number:	1038888	TIMBERFLINE
Registration Number:	1884218	TIMBERLIFE
Registration Number:	1089134	WEATHERSHIELD
Registration Number:	1084820	WOODPUME
Serial Number:	78740618	X-GUARD

TRADEMARK

REEL: 003680 FRAME: 0264

D:KENNETH D. SUZAN - HODGSON RUSS LLP COMPANY:THE GUARANTY BUILDING

CORRESPONDENCE DATA	
Fax Number:	(716)649-0349
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	716 688 4000
Email:	ksuzan@hodgsonruss.com
Correspondent Name:	Kenneth D. Suzan - Hodgson Russ LLP
Address Line 1:	The Guaranty Building
Address Line 2:	140 Pearl Street, Suite 100
Address Line 4:	Buffalo, NEW YORK 14202-4040
ATTORNEY DOCKET NUMBER:	011474.00002
NAME OF SUBMITTER:	Kenneth D. Suzan
Signature:	Kenneth D. Suzan
Date:	10/23/2007
Total Attachments: 4 source=STN Mergen/page1.tif source=STN Mergen/page2.tif source=STN Mergen/page3.tif source=STN Mergen/page4.tif	

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the  
Department of State, at the City of Albany, on  
November 1, 2007.

A handwritten signature in black ink that reads "Paul LaPointe".

Paul LaPointe  
Special Deputy Secretary of State

**CT-07****071022000**

498

**CERTIFICATE OF MERGER OF  
S-T-N HOLDINGS, INC.  
INTO OSMOSE, INC.**

Under Section 904 of the  
Business Corporation Law

The undersigned, Darlene E. Graczyk being the Vice President of S-T-N Holdings, Inc. ("STN"), and John C. Casper, being the Assistant Secretary/Assistant Treasurer of Osmose, Inc., a New York corporation ("Osmose"; STN and Osmose, the "Constituent Entities"), do hereby certify:

1. The name of the Constituent Entities are, S-T-N Holdings, Inc. and Osmose, Inc. Osmose, Inc. was originally formed in the State of New York under the name Osmose Corporation of America.
2. The designation and number of outstanding shares of STN are 774,254 common shares, no par value, all of which are entitle to vote. The designation and number of outstanding shares of Osmose are 1 common share, \$.10 par value per share, which is entitled to vote. The number of shares of the Constituent Entities is not subject to change prior to the effective date of the merger.
3. The date when the certificate of incorporation of Osmose, Inc. was filed by the Department of State is November 30, 1934.
4. The jurisdiction of STN is the State of Nevada and its Articles of Incorporation were filed on November 4, 1994. STN has not filed an application for authority to do business in the State of New York.
5. An agreement and plan of merger has been approved and executed by the Constituent Entities (the "Plan of Merger").

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6. The surviving corporation is Osmose, Inc. (the "Surviving Corporation").
7. The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation following the merger without any changes or amendments thereto.
8. The effective date of the merger shall be October 31, 2007.
9. The merger of STN into Osmose is permitted by the State of Nevada and is in compliance therewith.
10. The Plan of Merger is on file at the place of business of the Surviving Corporation at 980 Ellicott Street, Buffalo, New York 14209.
11. The merger of STN into Osmose, Inc. was adopted and approved by the unanimous written consent of the board of directors of STN, followed by written consent of its sole shareholder, and by the unanimous written consent of the board of directors of Osmose, followed by written consent of its sole shareholder.

**IN WITNESS WHEREOF**, the undersigned hereby execute this Certificate and affirm the statements made herein as true under penalties of perjury this 15th day of October, 2007.

S-T-N HOLDINGS, INC.

By: /s/ Darlene E. Graczyk  
Name: Darlene E. Graczyk  
Title: Vice President

OSMOSE, INC.

By: /s/ John C. Casper  
John C. Casper  
Title: Asst. Secretary/ Asst. Treasurer

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CT-07

Certificate of Merger

OF

S-T-N HOLDINGS, INC.

INTO

OSMOSE, INC.

Under Section 904 of the Business Corporation Law

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STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED OCT 22 2007

TAXS

BY: JCH

ERT

Filed by:

Chantel Burns - Hodgson Russ LLP

The Guaranty Building - 140 Pearl Street, Suite 100

Buffalo, NY 14202-4040

JCH

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DRAWDOWN

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