

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/15/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Walco International, Inc.		09/15/2006	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Walco International, Inc.
Street Address:	7 Villiage Circle
Internal Address:	Suite 200
City:	Westlake
State/Country:	TEXAS
Postal Code:	76262
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	76489397	MINERAL MAX
Serial Number:	77064957	EQUI-BUTE
Serial Number:	77064074	COCCI-CURE

CORRESPONDENCE DATA

Fax Number: (410)280-6758
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 410 280 6608
 Email: msmith@laubscherlaw.com
 Correspondent Name: Lawrence E. Laubscher, Jr.
 Address Line 1: 1160 Spa Road
 Address Line 2: Suite 2B
 Address Line 4: Annapolis, MARYLAND 21403

NAME OF SUBMITTER:	Lawrence E. Laubscher, Jr.
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OP \$90.00 76489397

Signature:

/s/lejrr/

Date:

05/07/2008

Total Attachments: 6

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CERTIFICATE OF MERGER

MERGING

Walco International, Inc.
a California corporation

WITH AND INTO

Walco International Delaware, Inc.
a Delaware corporation

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is **Walco International Delaware, Inc.**, a Delaware corporation, and the name of the corporation being merged into this surviving corporation is **Walco International, Inc.**, a California corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation is **Walco International Delaware, Inc.**, a Delaware corporation, which shall change its name to **Walco International, Inc.**

FOURTH: The Certificate of Incorporation of **Walco International Delaware, Inc.**, the surviving corporation is set forth in its entirety and attached hereto as **Exhibit A**, and all the terms and provisions thereof are hereby incorporated in this Certificate of Merger and made a part hereof with the same force and effect as if herein set forth in full; and, from and after the effective date of the merger and until further amended as provided by law, said **Exhibit A**, separate and apart from this Certificate of Merger shall be, and may be separately certified as, the Amended and Restated Certificate of Incorporation of the surviving corporation.

FIFTH: The authorized stock and par value of the non-Delaware corporation is 5,000,000 shares of Common Stock, \$1.00 par value per share.

SIXTH: The merger is to become effective upon filing.

SEVENTH: The Agreement of Merger is on file at 7 Village Circle, Suite 200, Westlake, Texas 76262.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of the constituent corporations.

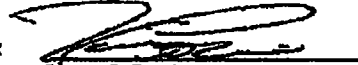
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IN WITNESS WHEREOF, Walco International Delaware, Inc. has caused this certificate to be executed by James C. Robison, President, the 15 day of September 2006.

Walco International Delaware, Inc.

By:



James C. Robison
President

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Exhibit A

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
WALCO INTERNATIONAL DELAWARE, INC.

Walco International Delaware, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

1. The name of the corporation is Walco International Delaware, Inc. The original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on September 11, 2006.

2. The board of directors of the Corporation duly adopted a resolution by unanimous written consent pursuant to Sections 141, 242 and 245 of the General Corporation Law of the State of Delaware setting forth the Restated Certificate of Incorporation of the Corporation and declaring said Restated Certificate of Incorporation advisable. The stockholders of the Corporation duly approved said proposed Restated Certificate of Incorporation by written consent in advance with Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware. This Restated Certificate of Incorporation amends and restates the provisions of the present Certificate of Incorporation of the Corporation.

3. Immediately upon filing this Restated Certificate of Incorporation, the text of the present Certificate of Incorporation is hereby amended and restated to read in full as set forth herein:

FIRST: The name of the corporation is Walco International, Inc.

SECOND: Its registered office in the State of Delaware is to be located at 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801, and its registered agent at such address is: THE CORPORATION TRUST COMPANY.

THIRD: The purpose or purposes of the corporation shall be:

To carry on any and all business and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which this corporation is authorized to issue is:

3,000 shares of \$.01 par value common stock.

FIFTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to adopt, amend or repeal the by-laws of the corporation.

SIXTH: Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

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SEVENTH: A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is amended after the effective date of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware. No amendment, modification or repeal of this Section shall adversely affect the rights and protection afforded to a director of the corporation under this Section for acts or omissions occurring prior to such amendment, modification or repeal.

EIGHTH: The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add or insert other provisions authorized by the laws of the State of Delaware at the time in force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Section.

NINTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

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IN WITNESS WHEREOF, this Restated Certificate of Incorporation has been executed by James C. Robison, the Corporation's duly authorized President this 14 day of September, 2006.


James C. Robison
President

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