

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Articles of Conversion	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ICO Worldwide, Inc.		09/05/2002	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	ICO Worldwide, L.P.		
Composed Of:	COMPOSED OF Worldwide GP, L.L.C., a Delaware Limited Liability Company		
Street Address:	5333 Westheimer, Suite 600		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77056		
Entity Type:	LIMITED PARTNERSHIP: TEXAS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	73163850	RODCO	
CORRESPONDENCE DATA			
Fax Number:	(713)238-8008		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	713-238-8000		
Email:	TMHou@conleyrose.com		
Correspondent Name:	Jonathan Pierce		
Address Line 1:	P.O. Box 3267		
Address Line 4:	Houston, TEXAS 77253-3267		
ATTORNEY DOCKET NUMBER:	1020-37700		
NAME OF SUBMITTER:	Jonathan Pierce		
Signature:	/jmp/		
Date:	05/21/2009		

CH \$40.00 73163850

Total Attachments: 3

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ARTICLES OF CONVERSION
OF
ICO WORLDWIDE, INC.
INTO
ICO WORLDWIDE, L.P.

FILED
In the Office of the
Secretary of State of Texas
AUG 29 2002
Corporations Section

August 29, 2002

UNDER ARTICLE 5.18 OF
THE TEXAS BUSINESS
CORPORATION ACT

ICO Worldwide, Inc. (the "*Company*"), a corporation organized and existing under and by virtue of the Texas Business Corporation Act (the "*Act*"), DOES HEREBY CERTIFY THAT:

FIRST: The name of the Company is ICO Worldwide, Inc. and the Company is a corporation incorporated under the laws of the State of Texas.

SECOND: In accordance with Article 5.17 of the Act, the shareholders of the Company unanimously approved, by written consent in accordance with Article 9.10A of the Act, a Plan of Conversion (the "*Plan*") whereby the Company would convert into ICO Worldwide, L.P., a Texas limited partnership (the "*Partnership*").

THIRD: An executed copy of the Plan is on file at 5333 Westheimer, Suite 600, Houston, Texas 77056, the principal place of business of the Company, and from and after the conversion such executed copy of the Plan will be on file at 5333 Westheimer, Suite 600, Houston, Texas 77056, the principal place of business of the Partnership.

FOURTH: A copy of the Plan will be furnished by the Company prior to the conversion or by the Partnership after the conversion, on written request and without cost, to any shareholder of the Company or partner of the Partnership.

FIFTH: The number of outstanding shares of capital stock of the Company is 1,000, all of which are entitled to vote as a single class.

SIXTH: The Partnership will be responsible for the payment of all fees and franchise taxes now or hereinafter due or owing by law on behalf of the Company or the Partnership and shall pay such in a timely manner.

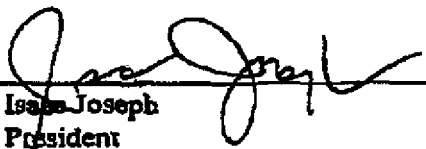
SEVENTH: These Articles of Conversion shall become effective as of 9:00 p.m. CDT on September 5, 2002.

TRADEMARK

REEL: 003991 FRAME: 0651

IN WITNESS WHEREOF, the undersigned has executed these Articles of Conversion as of the date first written above.

ICO WORLDWIDE, INC.

By: 
Name: Isaac Joseph
Title: President

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ICO WORLDWIDE, L.P.**

This Certificate of Limited Partnership dated August 29, 2002 has been duly executed and is filed pursuant to Section 2.01 of the Texas Revised Limited Partnership Act (the "Act") to form a limited partnership under the Act.

1. **Name.** The name of the limited partnership is "ICO Worldwide, L.P."
2. **Registered Office; Registered Agent.** The address of the registered office required to be maintained by Section 1.06 of the Act is 1021 Main Street, Suite 1150, Houston, Texas 77002. The name and address of the registered agent for service of process required to be maintained by Section 1.06 of the Act is CT Corporation System, 1021 Main Street, Suite 1150, Houston, Texas 77002.
3. **Principal Office.** The address of the principal office in the United States where records are to be kept or made available under Section 1.07 of the Act is 5333 Westheimer, Suite 600, Houston, Texas 77056.
4. **General Partner.** The name and address of the sole general partner are Worldwide GP, L.L.C., 5333 Westheimer, Suite 600, Houston, Texas 77056.
5. **Conversion.** The limited partnership created hereby is being formed pursuant to a Plan of Conversion under Section 2.15 of the Act.
6. **Converting Entity.** The converting entity is ICO Worldwide, Inc., a Texas corporation formed on March 13, 1998 and located at 5333 Westheimer, Suite 600, Houston, Texas 77056.
7. **Effective Time.** This Certificate of Limited Partnership shall be effective as of 9:00 p.m. CDT on September 5, 2002.

EXECUTED on the date written first above.

WORLDWIDE GP, L.L.C., as sole General Partner

By: 

Name: Jon C. Biro
Title: Manager