

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2006		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Chemtura USA Corporation		12/31/2006	CORPORATION: NEW JERSEY
<b>RECEIVING PARTY DATA</b>			
Name:	Chemtura Corporaiton		
Street Address:	199 Benson Road		
City:	Middlebury		
State/Country:	CONNECTICUT		
Postal Code:	06749		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	1558675	ROYALTUF	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(203)573-4430		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	203-573-2253		
Email:	helen.duncan@chemtura.com		
Correspondent Name:	Helen Duncan		
Address Line 1:	c/o Chemtura Corporation, 199 Benson Rd		
Address Line 4:	Middlebury, CONNECTICUT 06749		
ATTORNEY DOCKET NUMBER:	ROYALTUF934111		
NAME OF SUBMITTER:	Helen Duncan		
Signature:	/Helen Duncan/		

**CH \$40.00 1558675**

**900144466**

**TRADEMARK  
 REEL: 004072 FRAME: 0354**

Date:

10/02/2009

**Total Attachments: 5**

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# Delaware

PAGE 1

## The First State

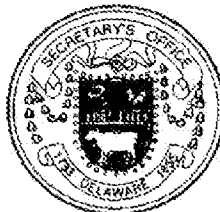
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CHEMTURA USA CORPORATION", A NEW JERSEY CORPORATION, WITH AND INTO "CHEMTURA CORPORATION" UNDER THE NAME OF "CHEMTURA CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2006, AT 2:50 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11:59 O'CLOCK P.M.

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

3046078 8100M  
061157887



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5288586

DATE: 12-18-06

TRADEMARK  
REEL: 004072 FRAME: 0356

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERCING  
CHEMTURA USA CORPORATION  
WITH AND INTO  
CHEMTURA CORPORATION**

Pursuant to Section 253 of the Delaware General Corporation Law

Chemtura Corporation, a Delaware corporation (the "Corporation"), which desires to merge Chemtura USA Corporation, a New Jersey corporation and a wholly owned subsidiary of the Corporation ("Chemtura USA"), with and into the Corporation on the terms set forth below, pursuant to the provisions of Section 253 of the Delaware General Corporation Law, as amended (the "DGCL"), DOES HEREBY CERTIFY AS FOLLOWS:

**FIRST:** That the Corporation owns 100% of the outstanding shares of capital stock of Chemtura USA.

**SECOND:** That the Corporation's board of directors, by the resolutions set forth below, which were adopted at a meeting of the board of directors on December 8, 2006, determined to merge Chemtura USA with and into itself:

WHEREAS, there has been presented to the Board of Directors (the "Board") of Chemtura Corporation (the "Corporation"), a proposal to effect a corporate restructuring (the "Restructuring") involving the Corporation and certain of the Corporation's direct and indirect subsidiaries; and

WHEREAS, as part of the Restructuring, Chemtura USA Corporation, a New Jersey corporation, will be merged with and into the Corporation, with the Corporation continuing as the surviving entity pursuant to Section 253 of the Delaware General Corporation Law ("Section 253 Merger"); and

WHEREAS, the Corporation owns beneficially and of record 100% of the issued and outstanding shares of capital stock of Chemtura USA Corporation; and

WHEREAS, the Board deems it desirable and in the best interest of the Corporation to proceed with the Restructuring, including the Section 253 Merger,

NOW, THEREFORE, BE IT RESOLVED that the Board hereby approves the Restructuring and authorizes the President, Chief Executive Officer and Chairman of the Board; any Executive Vice President; any Senior Vice President; the Secretary; any Assistant Secretary and any other Vice President of the Corporation (the "Authorized Officers"), in the name and on behalf of the Corporation (including in its capacity as a stockholder of any subsidiary involved in the Restructuring), to take such actions and to execute and deliver any

agreement, consent, notice, certificate, instrument or other document necessary or appropriate to consummate the Restructuring, in such form as the Authorized Officer performing or executing the same may approve, the performance or execution thereof by such Authorized Officer to be conclusive evidence of the approval thereof by such Authorized Officer; and be it further

RESOLVED, that, in accordance with the Delaware General Corporation Law, as amended (the "DGCL") (including Section 253 of the DGCL), the Board hereby authorizes, adopts and approves in all respects the Section 253 Merger; and be it further

RESOLVED, that the Section 253 Merger shall become effective at 11:59 p.m., Eastern Standard Time, on December 31, 2006, or at such other date or time as any Authorized Officer may deem necessary or appropriate (the "Effective Time"); and be it further

RESOLVED, that at the Effective Time, automatically by virtue of the Section 253 Merger and without any action on the part of any party or other person, each share of capital stock of Chemtura USA Corporation issued and outstanding immediately prior to the Effective Time shall no longer be outstanding, shall be canceled and retired without payment of any consideration therefore, and shall cease to exist; and be it further

RESOLVED, that the Authorized Officers are each hereby authorized, in the name and on behalf of the Corporation, to execute any Certificate of Ownership and Merger to be filed with the Office of the Delaware Secretary of State and to execute and deliver any such other certificates, instruments or documents, if any, as any of such Authorized Officers may deem necessary or appropriate to consummate the Section 253 Merger; and be it further

RESOLVED, that at any time prior to the Effective Time, the Board may determine not to effect the Section 253 Merger; and be it further

RESOLVED, that the Authorized Officers of the Corporation are each hereby authorized to take from time to time, in the name and on behalf of the Corporation, such actions and to execute and deliver from time to time, in the name and on behalf of the Corporation, any agreement, consent, notice, certificate, instrument or other document necessary as may be required or as such officer may deem necessary, advisable or proper in order to carry out the purposes and intent of the foregoing resolutions, all such acts and things done or caused to be done, and all such agreements, consents, notices, certificates, instruments or other documents necessary, to be performed, executed and delivered in such form as the Authorized Officer performing or executing the same may approve, the performance or execution thereof by such Authorized Officer to be conclusive evidence of the approval thereof by such Authorized Officer; and be it further

RESOLVED, that any and all action heretofore or hereafter taken by any Authorized Officer of the Corporation in accordance with the foregoing resolutions is hereby approved, ratified and confirmed as the act and deed of the Corporation.

THIRD: That the Corporation does hereby merge Chemtura USA with and into the Corporation, with the Corporation being the surviving corporation of the merger.

FOURTH: That the name of the surviving corporation in the merger is:

Chemtura Corporation

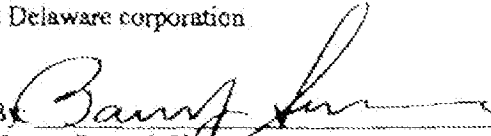
FIFTH: That the merger shall be effective at 11:59 p.m., Eastern Standard Time, on December 31, 2006 (the "Effective Time").

SIXTH: The Corporation's board of directors may determine not to effect the merger at any time prior to the Effective Time, and the Corporation will file a Certificate of Termination of Merger prior to the in the event such determination is made.

*[The remainder of this page intentionally left blank.]*

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer as of this 18<sup>th</sup> day of December, 2006.

CHEMTURA CORPORATION,  
a Delaware corporation

B. 

Name: Barry J. Sheinman

Title: Vice President and Secretary

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