

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Confirmatory Trademark Assignment

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Fanning Corporation		12/24/2009	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Elementis Specialties, Inc.
Street Address:	329 Wyckoffs Mill Road
City:	Hightstown
State/Country:	NEW JERSEY
Postal Code:	08520
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Serial Number:	77736822	CYCLOSUB
Registration Number:	2690251	FANCOR
Registration Number:	2342584	FANCOR MEADOWFOAM
Registration Number:	2135872	FANCORSIL
Registration Number:	2749661	FANLIPID C
Registration Number:	2500047	FANOLIV
Registration Number:	2363227	LANOSIL
Registration Number:	3422006	MEADOWDERM
Registration Number:	2331449	MEADOWESTER
Registration Number:	2460085	MEADOWESTOLIDE
Registration Number:	2466136	MEADOWETHER
Registration Number:	2460086	MEADOWGEL
Registration Number:	3333986	MEADOWLACTONE
Registration Number:	2460084	MEADOWPLEX

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**TRADEMARK
 REEL: 004125 FRAME: 0342**

Registration Number:	2331341	MEADOWQUAT
Registration Number:	2455864	MEADOWSIL
Registration Number:	2331448	MEADOWSOL
Registration Number:	2457877	MEADOWSORB
Registration Number:	2588791	MEADOWWAX
Registration Number:	2443701	NATRALUBE
Registration Number:	2363862	POLYISO

CORRESPONDENCE DATA

Fax Number: (202)739-3001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-739-5571
Email: chimmelfarb@morganlewis.com
Correspondent Name: Carole R. Klein
Address Line 1: 1111 Pennsylvania Avenue, N.W.
Address Line 2: Attention: TMSU
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	Carole R. Klein
Signature:	/Carole R. Klein/
Date:	01/06/2010

Total Attachments: 4
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CONFIRMATORY TRADEMARK ASSIGNMENT

This Confirmatory Trademark Assignment is made by and between The Fanning Corporation, an Illinois corporation, having a principal place of business at 2450 W. Hubbard St., Chicago, Illinois 60612 (“Assignor”), and Elementis Specialties Inc., a Delaware Corporation, having a principal place of business at 329 Wyckoffs Mill Road, Hightstown, New Jersey 08520 (“Assignee”).

WHEREAS, the Assignor is the record title owner of the United States trademark registrations and applications for registrations identified on the attached Schedule of Marks and the related common law trademark rights (collectively, the “Marks”), and the goodwill of the business symbolized thereby, and desires to confirm having assigned all of its right, title, and interest in and to said Marks to the Assignee.

WHEREAS, Assignor did, on December 24, 2009, by separate instrument, assign certain of its assets and business to Assignee, including all of its right, title and interest in and to the Marks, and the goodwill of the business symbolized thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms having assigned, transferred and set over to Assignee, effective as of December 24, 2009, its entire right, title and interest in and to the Marks and the goodwill symbolized by the Marks, including the right to sue for and receive all damages from past infringements of the Marks arising prior to the effective date of the assignment, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

This Confirmatory Trademark Assignment is made subject to the terms of the Asset Purchase Agreement dated as of December 24, 2009 by and among Assignor, Assignee and certain other parties thereto (the “Purchase Agreement”) and neither the making nor acceptance of this instrument shall enlarge, restrict or otherwise modify the terms of the Purchase Agreement, including, without limitation, the representations and warranties and other provisions that the Purchase Agreement provides shall survive the closing thereunder.

[Signature page follows]

Assignor:

THE FANNING CORPORATION

By: *[Signature]*

Name: F. G. Fanning

Title: PRESIDENT

Date: 12/22/09

Assignee:

ELEMENTIS SPECIALTIES INC.

By: _____

Name: C. Gregory McClatchy

Title: President

Date: _____

Assignor:

THE FANNING CORPORATION

By: _____

Name: _____

Title: _____

Date: _____

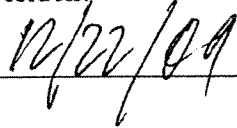
Assignee:

ELEMENTIS SPECIALTIES INC.

By:  _____

Name: C. Gregory McClatchy

Title: President

Date:  _____

[Signature page to Confirmatory Trademark Assignment]

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TRADEMARK
REEL: 004125 FRAME: 0346

SCHEDULE OF MARKS

<u>Trademark</u>	<u>Application Number</u>
CYCLOSUB	77736822

<u>Trademark</u>	<u>Registration Number</u>
FANCOR	2690251
FANCOR MEADOWFOAM	2342584
FANCORSIL	2135872
FANLIPID C	2749661
FANOLIV	2500047
LANOSIL	2363227
MEADOWDERM	3422006
MEADOWESTER	2331449
MEADOWESTOLIDE	2460085
MEADOWETHER	2466136
MEADOWGEL	2460086
MEADOWLACTONE	3333986
MEADOWPLEX	2460084
MEADOWQUAT	2331341
MEADOWSIL	2455864
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[Signature page to Confirmatory Trademark Assignment]

DB1/64104810.2

RECORDED: 01/06/2010

**TRADEMARK
REEL: 004125 FRAME: 0347**