

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM413302

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/01/2017

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Southern Clay Products Holdings, Inc.		11/11/2016	Corporation: DELAWARE
BYK Additives, Inc.		11/11/2016	Corporation: TEXAS

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
BYK USA Inc.	11/11/2016	Corporation: NEW YORK

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	BYK USA Inc.
Street Address:	524 South Cherry Street
City:	Wallingford
State/Country:	CONNECTICUT
Postal Code:	06492
Entity Type:	Corporation: NEW YORK

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2124191	OPTIFLO
Registration Number:	1050431	CLAYTONE
Registration Number:	1384290	BENTOLITE
Registration Number:	1396271	GELWHITE
Registration Number:	2281998	GARAMITE
Registration Number:	2107940	CLOISITE
Registration Number:	1824811	OPTIGEL
Registration Number:	1248748	TIXOGEL

CORRESPONDENCE DATA

Fax Number: 5128538801

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

CH \$215.00 2124191

Phone: 512-853-8800
Email: dkgpto@intprop.com
Correspondent Name: Dwayne K. Goetzel
Address Line 1: P.O. Box 398
Address Line 4: Austin, TEXAS 78767-0398

NAME OF SUBMITTER:	Dwayne K. Goetzel
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SIGNATURE:	/Dwayne K. Goetzel/
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DATE SIGNED:	01/23/2017
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Total Attachments: 5

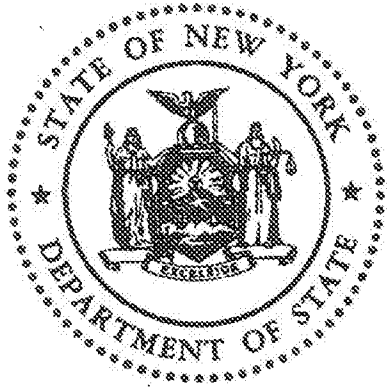
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STATE OF NEW YORK

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 December 21, 2016.



A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan W. Fitzgerald
Executive Deputy Secretary of State

Rev. 06/13

CT-07

161220000636

CERTIFICATE OF MERGER OF SOUTHERN CLAY PRODUCTS HOLDINGS, INC.

AND BYK ADDITIVES INC. WITH AND INTO BYK USA INC.

The undersigned domestic corporations do hereby execute the following Certificate of Merger pursuant to Section 904 of the Business Corporation Law of the State of New York for the purpose of merging SOUTHERN CLAY PRODUCTS HOLDINGS, INC., a Delaware corporation, and BYK ADDITIVES INC., a Texas corporation, with and into BYK USA INC., f/k/a BYK-GULDEN, Inc., a New York corporation.

1. The name of each of the undersigned corporation and the state in which each is incorporated are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>	<u>Date</u>
SOUTHERN CLAY PRODUCTS HOLDINGS INC. not authorized to do business in New York	Delaware	09/17/2013
BYK ADDITIVES INC. not authorized to do business in New York	Texas	05/14/1954
BYK USA INC. formerly known as: BYK CHEMIE USA INC. (12/30/1998), ALTANA INC. (08/29/1984), BYK-GULDEN, INC. (01/25/1963)	New York	01/25/1963

2. The name which the Surviving Corporation is to have after the incorporation date will be "BYK USA INC."

3. This merger is permitted under the laws of the States of Delaware, Texas and New York. SOUTHERN CLAY PRODUCTS HOLDINGS INC., BYK ADDITIVES INC. and BYK USA INC. have complied with the applicable provisions of the laws of the States of Delaware, Texas and New York.

4. The AGREEMENT AND PLAN OF MERGER OF SOUTHERN CLAY PRODUCTS HOLDINGS, INC. AND BYK ADDITIVES INC. WITH AND INTO BYK USA INC. has been approved, adopted, certified, executed and acknowledged by each of the merging corporations. A copy of the AGREEMENT AND PLAN OF MERGER is on file at the office of

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the Surviving Corporation BYK USA INC. at 524 South Cherry Street, Wallingford, Connecticut 06492. A copy of the AGREEMENT AND PLAN OF MERGER will be furnished at no cost.

5. The Board of Directors of BYK USA INC., the Surviving Corporation in the merger, approved and adopted the AGREEMENT AND PLAN OF MERGER by written consent on November 11, 2016, in the manner prescribed by law.

6. The number of shares outstanding and the number of shares of each corporation entitled to vote on the AGREEMENT AND PLAN OF MERGER were as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Number of Shares Entitled to Vote</u>
SOUTHERN CLAY PRODUCTS HOLDINGS INC.	100 Shares of \$0.0 par value ("SOUTHERN CLAY Common")	100
BYK ADDITIVES INC.	5500 Shares of no par value common stock ("BYK Additives Common")	5500
BYK USA INC.	10000 Shares of \$1.00 par value, 1000 Shares no par value ("BYK USA Common")	11000

There were no shares of SOUTHERN CLAY PRODUCTS HOLDINGS, INC., BYK ADDITIVES INC. or BYK USA INC. entitled to vote as a class.

7. The number of shares voted for and against the approval and adoption of the AGREEMENT AND PLAN OF MERGER were as follows:

<u>Name of Corporation</u>	<u>Total Shares Voted For</u>	<u>Total Shares Voted Against</u>
SOUTHERN CLAY PRODUCTS HOLDINGS, INC.	100 SOUTHERN CLAY Common	None
BYK ADDITIVES INC.	5500 BYK Additives Common	None
BYK USA INC.	11000 BYK USA Common	None

8. The Certificate of Incorporation of BYK USA INC. will not be amended in conjunction with the merger.

9. These ARTICLES OF MERGER shall be effective on January 1, 2017.

IN WITNESS WHEREOF, these ARTICLES OF MERGER have been signed by the President and Secretary of SOUTHERN CLAY PRODUCTS HOLDINGS INC and by the President and Secretary of BYK ADDITIVES INC and by the President and Secretary of BYK USA INC., each therunto duly authorized, as of the 11th day of November, 2016.

BYK USA INC.

By: _____

ATTEST

Sarah Schaefer

Secretary

SOUTHERN CLAY PRODUCTS
HOLDINGS INC.

By: _____

ATTEST

Sarah Schaefer

Secretary

BYK ADDITIVES INC

By: _____

ATTEST

Sarah Schaefer

Secretary

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CT-07

CERTIFICATE OF MERGER

OF

SOUTHERN CLAY PRODUCTS HOLDINGS, INC., BYK
ADDITIVES INC. WITH AND INTO BYK USA INC.
(Entity Name)

Under Section 904 of the Business Corporation Law of the State of New York
(Law under which filing made)

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 20 2016

DEK

RE

Filed by:

Sarah Schaefer c/o ALTANA SERVICES
(Name)

650 W. 67th Avenue, Suite 200
(Mailing address)

Schererville, IN 46375
(City, State and ZIP code)

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