

3-3099

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-007 Copyright 1994-97 TM05/REV03

RECORDATION FORM COVER

04-12-1999

No.



TRADEMARKS



Tab settings

03-30-1999

101008810

To the F

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

its and Trademarks: Please record the

Copy thereof.

1. Name of conveying party(ies):
DANIEL PRODUCTS COMPANY, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other corporation

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: RHEOX, INC. d/b/a ELEMENTIS SPECIALTIES
Internal Address: _____
Street Address: 400 CLAREMONT AVENUE
City: JERSEY CITY State: NJ ZIP: 07304

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other corporation

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: DECEMBER 30, 1998

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

Additional numbers Yes No

B. Trademark Registration No.(s)

790,233
790,234
896,276

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: MICHAEL J. STRIKER
Internal Address: _____

Refund Ref:
04/09/1999 DNGUYEN 0000080071

CHECK Refund Total: \$105.00
Street Address: 103 EAST NECK ROAD

City: HUNTINGTON State: NY ZIP: 11743

6. Total number of applications and registrations involved:..... 8

7. Total fee (37 CFR 3.41):.....\$ \$320.00

Enclosed
 Authorized to be charged to deposit account

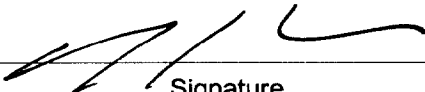
8. Deposit account number:

19-4675

04/09/1999 DNGUYEN 00000144 790233
01 FC:481 40.00 OP
02 FC:482 175.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

MICHAEL J. STRIKER  MARCH 26, 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 1880 FRAME: 0458

Trademark Registrations:

869,277

869,278

1,034,172

1,269,542

1,269,543

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ELEMENTIS DPC INC.", A DELAWARE CORPORATION,
WITH AND INTO "RHEOX, INC." UNDER THE NAME OF "RHEOX, INC.",
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998, AT 10 O'CLOCK A.M.

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



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

2834088 8100M

981510439

AUTHENTICATION: 9498459

DATE: 12-31-98

TRADEMARK
REEL: 1880 FRAME: 0460

**CERTIFICATE OF MERGER
 MERGING
 ELEMENTIS DPC INC.
 INTO
 RHEOX, INC.
 UNDER SECTION 251 OF THE
 GENERAL CORPORATION LAW
 OF THE STATE OF DELAWARE**

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware, Rheox, Inc., a Delaware corporation ("Rheox"), hereby certifies the following information relating to the merger of Elementis DPC Inc., a Delaware corporation ("DPC"), with and into Rheox (the "Merger").

1. The names and states of incorporation of Rheox and DPC, which are the constituent corporations in the Merger (the "Constituent Corporations"), are:

<u>Name</u>	<u>State</u>
Rheox, Inc.	Delaware
Elementis DPC Inc.	Delaware

2. The Agreement and Plan of Merger, dated as of December 30, 1998 (the "Merger Agreement"), among Rheox and DPC, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

3. The corporation surviving the Merger shall be Rheox, Inc. (the "Surviving Corporation").

4. The Certificate of Incorporation of Rheox shall be the Certificate of Incorporation of the Surviving Corporation.

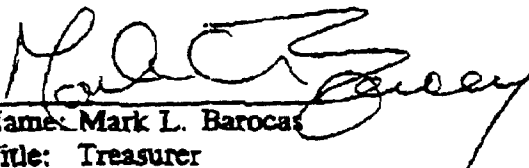
5. The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation at Wyckoffs Mill Road, Hightstown, New Jersey 08520.

6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of Rheox or DPC.

7. This Certificate of Merger shall be effective upon its filing with the Secretary of State of Delaware.

IN WITNESS WHEREOF, Rheox, Inc. has caused this Certificate of Merger to be executed on the 30th day of December, 1998.

RHEOX, INC.

By: 
Name: Mark L. Barocas
Title: Treasurer

STATE OF NEW JERSEY
DEPARTMENT OF STATE
AMENDED CERTIFICATE OF AUTHORITY

ELEMENTIS DPC INC.

*With the Previous or Alternate Name
DANIEL PRODUCTS COMPANY, INC.*

I, the Secretary of State of the State of New Jersey, do hereby certify, that the above-named Delaware Foreign Profit Corporation did on the 5th of January, 1998, file and record in this department a name change amendment as by the statutes of this State required.

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
6th day of January, 1998*



Lonna R. Hooks

LONNA R HOOKS
Secretary of State

CERTIFICATE OF AMENDMENT

TO THE

CERTIFICATE OF INCORPORATION

OF

DANIEL PRODUCTS COMPANY, INC.

DANIEL PRODUCTS COMPANY, 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:

FIRST: That the Sole Stockholder and all of the members of the Board of Directors of the Corporation, by written consent, filed with the minutes of the Corporation, have passed resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED: That, effective January 1, 1998, the Certificate of Incorporation of the Corporation be amended by deleting Article FIRST thereof and inserting a new Article FIRST to read as follows:

"FIRST. The name of the Corporation is: Elementis DPC Inc."

SECOND: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 103 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, DANIEL PRODUCTS COMPANY, INC., has caused this certificate o

Amendment to be signed by Scott T. Becker, its President, under the pains and penalties of

perjury, this th17 day of December, 1997.

DANIEL PRODUCTS COMPANY, INC.

By

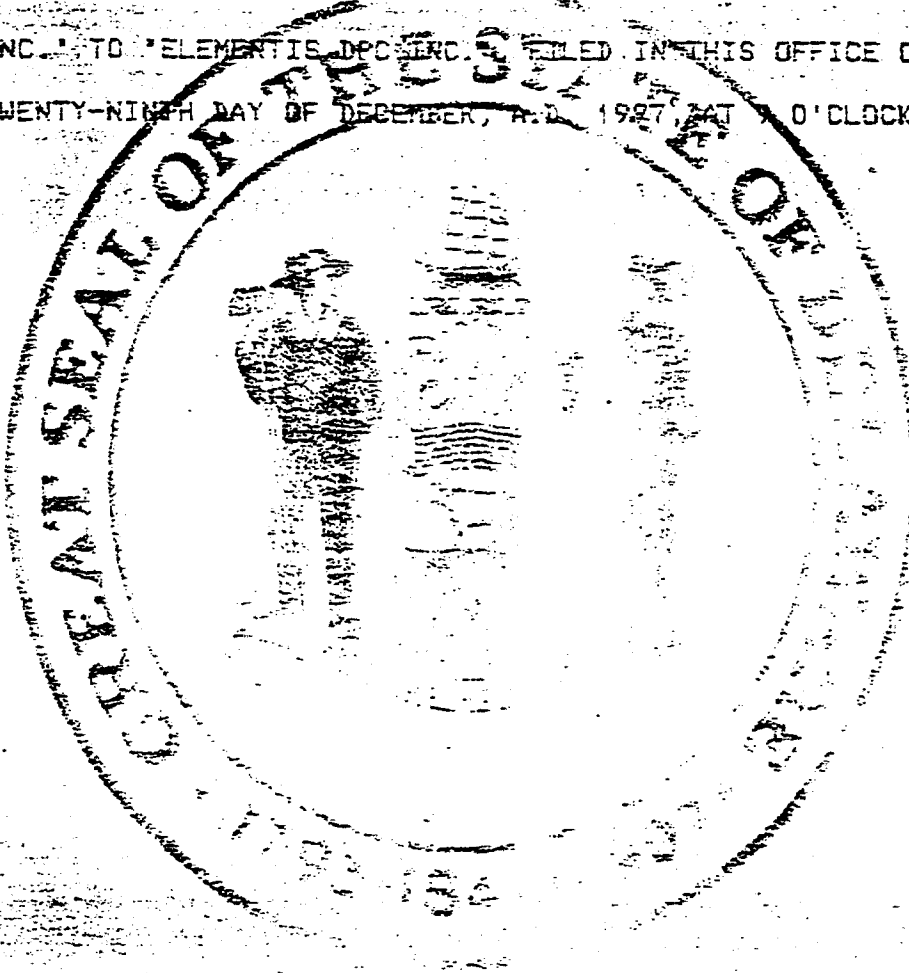


Scott T. Becker, President

F:\JBE\HACRO61\ DANP-INC.DANNAME.AMD:1/24/96

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF 'DANIEL PRODUCTS COMPANY, INC.', CHANGING ITS NAME FROM 'DANIEL PRODUCTS COMPANY, INC.' TO 'ELEMENTIS DPC INC.' FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1927, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State



2305475 8100

971452580

AUTHENTICATION:

8843226

DATE:

12-31-27

TRADEMARK

REEL: 1880 FRAME: 0466

AMENDED STATEMENT BY
FOREIGN CORPORATION

Elementis DPC Inc.

(Name of Corporation)

_____, a corporation organized
and existing under the laws of Delaware, and which is presently
(State or Place of Incorporation)

qualified for the transaction of intrastate business in the State of California, makes the
following statement:

That the name of the corporation has been changed to that hereinabove set forth and
that the name relinquished at the time of such change was _____

Daniel Products Company, Inc.

Elementis DPC Inc.

(Name of Corporation)



(Signature of Corporate Officer)

Scott T. Becker, President

(Typed Name and Title of Officer Signing)