FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

06-05-2000

U.S. Department of Commerce Patent and Trademark Office **TRADEMARK**

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OPR/FINANCRECORDATION FORM COVER SHEET						
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).						
Submission Type	Conveyance Type					
X New	X Assignment License					
Resubmission (Non-Recordation) Document ID # Correction of PTO Error	Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year 3 24 2000					
Reel # Frame # Corrective Document	Change of Name					
Reel # Frame #	Other					
Conveying Party	Mark if additional names of conveying parties attached Execution Date					
Name Alox of Delaware, Inc. Month Day Year 3 24 2000						
Formerly						
Individual General Partnership Limited Partnership X Corporation Association						
Other						
Citizenship/State of Incorporation/Organizat	ion Delaware					
Receiving Party Mark if additional names of receiving parties attached						
Name Lubrizol Metalworking Additives Company, Inc.						
DBA/AKA/TA						
Composed of						
Address (line 1) 29400 Lakeland Boulevard						
Address (line 2)						
Address (line 3) Wickliffe	Ohio 44092					
Individual General Partnership Corporation Association Other Citizenship/State of Incorporation/Organizat	State/Country Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)					
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2/2000 DNGUYEN 00000305 122275 411327) FOR	OFFICE USE ONLY					

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

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FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B	Pag	je 2		U.S. Department of Commerce Patent and Trademark Office TRADEMARK	
Domestic R	epresentative Nar	ne and Address	Enter for the first l	Receiving Party	only.	
Name						
Address (line 1)						
Address (line 2)						
Address (line 3)						
Address (line 4)						
Correspond	lent Name and Ad	dress Area Code and	d Telephone Number	440 943-4200		
Name	Samuel B. Lafer	ty				
Address (line 1)	The Lubrizol Co	rporation				
Address (line 2)	29400 Lakeland	Boulevard				
Address (line 3)	Wickliffe, Ohio	44092				
Address (line 4)						
Pages	Enter the total numb		tached conveyance d	ocument	‡ 2	
Trademark A	Application Numb	er(s) or Registrati	ion Number(s)	Mark if addi	tional numbers attached	
Enter either the	Trademark Application Nu	mber <u>or</u> the Registration N	·			
Trac	lemark Application N	lumber(s)	 	stration Numb	, ` <i>←</i>	
			411327	415610	678329	
			790193	1269521		
Number of Properties Enter the total number of properties involved. #						
Fee Amoun	t Fee An	nount for Properties	Listed (37 CFR 3.41)): \$ 140.0	00	
Method o Deposit A	f Payment:	Enclosed I	Deposit Account 🗓			
	ayment by deposit account	or if additional fees can be Deposit Account		# 12-227	75	

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. Charges to deposit account are authorized, as indicated basels.

Authorization to charge additional fees:

indicated herein.

Michael F. Esposito

Name of Person Signing

Mohuel F. Saport

May 11, 2000

X

Date Signed

No

TRADEMARK ASSIGNMENT

For One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the Intellectual Property Purchase Agreement dated March 24⁷⁴, 2000, ALOX OF DELAWARE, INC., a Delaware ("Assignor"), hereby assigns corporation sells, and transfers to LUBRIZOL METALWORKING ADDITIVES COMPANY, INC., a Nevada corporation, having a place of business at 29400 Lakeland Boulevard, Wickliffe, Ohio 44092 ("Assignee"), its successors, assigns or other legal representatives, the entire right, title and interest of Assignor in and to the trademarks and trademark registrations listed on Exhibit A, attached hereto, together with the goodwill of the business symbolized or represented by such trademarks and registrations thereof.

Assignor further assigns to Assignee, its successors, assigns or other legal representatives, any and all claims for damages by reason of past and continuing infringement of such trademarks and registrations, and the right to sue for and collect the same for its own use and benefit and that of its successors, assigns or other legal representatives.

IN WITNESS WHEREOF, Assignor has executed this trademark assignment as of the date set forth below.

ALOX OF DELAWARE, INC.

a Delaware corporation

Date: MARCH 24 . 2000

State of Oil County of Control

This 24^{14} day of M_{1804} , 2000, before me personally appeared STERICAL J. KNOOD, , to me known as the authorized representative of ALOX OF DELAWARE, INC., a Delaware corporation, who executed the foregoing Assignment.

ss:

Notary Public

MATTHEW E. BURLET, Attorney At Low
My commission expires:

Matthew E. Burlet, Attorney At Low
Notary Public - State of Ohio My commission has no expiration date

Section 147,03 O. R. C.

{JXB0190.DOC;3}

EXHIBIT A

TRADEMARK REGISTRATIONS

Trademark	Registration Number	<u>Status</u>	Country
ALOX	411,327	Reg.	U.S.
ALOX	415,610	Reg.	U.S.
ALOX	678,329	Reg.	U.S.
ALOX	790,193	Reg.	U.S.
AQUALOX	1,269,521	Reg.	U.S.

{JXB0190.DOC;3}

TRADEMARK

I certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on May 11, 2000 by Andrea A. Zwegat

Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

Re: Assignments – Alox of Delaware, Inc.

Trademarks: ALOX and AQUALOX

Registration Nos. 411327, 415610, 678329, 790193, and 1269521

Dear Sir:

Enclosed is a Trademark Recordation Form Cover Sheet and Trademark Assignment to record the trademark assignments from Alox of Delaware, Inc. to Lubrizol Metalworking Additives Company, Inc.

The Commissioner is hereby authorized to charge the filing fee which may be required now or hereafter relative to this trademark recordation and the resulting Official Document, or credit any overpayment to Deposit Account No. 12-2275, for which purpose this sheet is attached in triplicate.

Respectfully submitted,

Michael F. Esposito

Chief Patent Counsel

MFES:aaz Enclosures

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Chief Patent Counsel

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Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

RECORDED: 05/15/2000

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