

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Norton Proppants, Inc.		12/31/2002	CORPORATION: ARKANSAS

RECEIVING PARTY DATA	
Name:	Saint-Gobain Ceramics and Plastics, Inc.
Street Address:	One New Bond Street
City:	Worcester
State/Country:	MASSACHUSETTS
Postal Code:	01615-0137
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5	
Property Type	Number
Serial Number:	78158569 VERSAPROP
Registration Number:	2078029 VALUPROP
Registration Number:	1559459 ULTRAPROP
Registration Number:	1559460 INTERPROP
Registration Number:	2033113 NAPLITE

CORRESPONDENCE DATA	
Fax Number:	(215)979-1020
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	215-979-1267
Email:	azgifford@duanemorris.com
Correspondent Name:	Duane Morris LLP
Address Line 1:	One Liberty Place
Address Line 2:	36th Floor
Address Line 4:	Philadelphia, PENNSYLVANIA 19103-7396

ATTORNEY DOCKET NUMBER:	D9147-PROPPANTS MERGER
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NAME OF SUBMITTER:	Allison Z. Gifford
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CH \$140.00 78158569

Total Attachments: 8

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Delaware

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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:

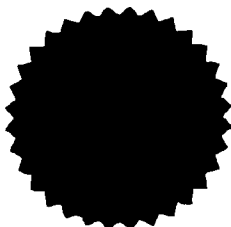
"NORTON PROPPANTS, INC.", A ARKANSAS CORPORATION,

"SAINT-GOBAIN NORPRO CORPORATION", A DELAWARE CORPORATION,

"SAPHIKON, INC.", A NEW HAMPSHIRE CORPORATION,

WITH AND INTO "SAINT-GOBAIN CERAMICS & PLASTICS, INC." UNDER THE NAME OF "SAINT-GOBAIN CERAMICS & PLASTICS, 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. 2002, AT 11 O'CLOCK A.M.

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



0445406 8100M

020809093

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2180171

DATE: 12-31-02

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
SAINT-GOBAIN NORPRO CORPORATION
SAPHIKON, INC.
AND
NORTON PROPPANTS, INC.
INTO
SAINT-GOBAIN CERAMICS & PLASTICS, INC.**

Pursuant to Section 253 of the Delaware General Corporation Law, the undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
SAINT-GOBAIN CERAMICS & PLASTICS, INC.	DELAWARE
SAINT-GOBAIN NORPRO CORPORATION	DELAWARE
SAPHIKON, INC.	NEW HAMPSHIRE
NORTON PROPPANTS, INC.	ARKANSAS

SECOND: That SAINT-GOBAIN NORPRO CORPORATION, SAPHIKON, INC. and NORTON PROPPANTS, INC. (collectively "Subsidiaries") are wholly owned subsidiaries of SAINT-GOBAIN CERAMICS & PLASTICS, INC. ("SGCP").

THIRD: That on December 1, 2002, the Board of Directors of SGCP adopted the following resolution in accordance with the requirements of Section 253 of the General Corporation Law of Delaware:

RESOLVED: That Saint-Gobain Ceramics & Plastics, Inc. merge Saint-Gobain NorPro Corporation, a Delaware corporation, Saphikon, Inc., a New Hampshire corporation, and Norton Proppants, Inc., an Arkansas corporation, the Corporation's wholly owned subsidiaries ("Subsidiaries"), with and into the

Corporation, and assume all of the obligations of the Subsidiaries, pursuant to the provisions of Section 253 of the Delaware General Corporation Law, Section RSA 293-A:1104 and 1105 of the New Hampshire Business Corporation Act, and Section 4-27-1104 of the Arkansas Business Corporation Act, upon the terms set forth in the Plan of Merger submitted to this Board, a copy of which is attached hereto as Exhibit A, and that such Plan of Merger is hereby approved and adopted.

FURTHER RESOLVED: That the merger shall be effective on December 31, 2002.

FURTHER RESOLVED: That the proper officer of this Corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger with the Secretary of State of Delaware, setting forth a copy of the resolutions to merge said Subsidiaries into itself and assume their liabilities, as well as to execute and submit Articles of Merger with the Arkansas Secretary of State and the New Hampshire Secretary of State.

FOURTH: That this Certificate of Merger shall be effective at the close of business on December 31, 2002.

Dated: December 1, 2002

SAINT-GOBAIN CERAMICS & PLASTICS, INC.

By [Signature]
Name: David L. Mescarin,
Title: Vice President

Attest:

[Signature]
Frank S. Anthony, Assistant Secretary

Exhibit A

PLAN OF MERGER
OF
SAINT-GOBAIN NORPRO CORPORATION
SAPHIKON, INC.
AND
NORTON PROPPANTS, INC.
into
SAINT-GOBAIN CERAMICS & PLASTICS, INC.

1. This Plan of Merger is created pursuant to Section 253 of the Delaware General Corporation Law, Section 293-A:1.04 of the New Hampshire Business Corporation Act and Section 4-27-1104 of the Arkansas Business Corporation Act.
2. SAINT-GOBAIN NORPRO CORPORATION, a Delaware corporation ("NORPRO"), SAPHIKON, INC., a New Hampshire corporation ("SAPHIKON") and NORTON PROPPANTS, INC. ("PROPPANTS"), shall be merged into SAINT-GOBAIN CERAMICS & PLASTICS, INC., a Delaware corporation ("SGCP"), the sole stockholder of NORPRO, SAPHIKON and PROPPANTS, and SGCP shall be the surviving corporation.
3. The Articles of Incorporation of SGCP, as heretofore amended and as in effect on the date of the merger provided for herein, shall continue in full force and effect as the Articles of Incorporation of the corporation surviving this merger.
4. All outstanding shares of common stock of the Subsidiaries shall be cancelled of record on the effective date of the merger. Since all of the issued and outstanding shares of the Subsidiaries are owned by SGCP, no shares of SGCP, the surviving corporation, are to be issued and no payment shall be made with respect thereto. The shares of SGCP shall be unaffected by the merger.
5. Each share of the common stock of the surviving corporation, which shall be issued and outstanding on the effective date of this merger, shall remain issued and outstanding.
6. SGCP will, on the effective date of the merger, assume all of the obligations of the Subsidiaries.
7. The merger shall be completed and shall be effective at the close of business on December 31, 2002.
8. (a) The surviving corporation may be served with process in the State of New Hampshire in any proceeding for enforcement of any obligation of SAPHIKON as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of

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any stockholder as determined in appraisal proceedings pursuant to the provisions of the General Corporation Law of New Hampshire; and SGCP does hereby irrevocably appoint the New Hampshire Secretary of State as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Florida Secretary of State is 750 East Swedesford Road, Valley Forge, PA 19482, Attention: General Counsel until the surviving corporation shall have hereafter designated in writing to the said New Hampshire Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the New Hampshire Secretary of State duplicate copies of such process, one of which copies the Florida Secretary of State shall forthwith send by registered mail to said Saint-Gobain Industrial Ceramics, Inc. at the above address.

(b) The surviving corporation may be served with process in the State of Arkansas in any proceeding for enforcement of any obligation of PROPPANTS as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of the General Corporation Law of Arkansas; and SGCP does hereby irrevocably appoint the Arkansas Secretary of State as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Arkansas Secretary of State is 750 East Swedesford Road, Valley Forge, PA 19482, Attention: General Counsel until the surviving corporation shall have hereafter designated in writing to the said New Hampshire Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the New Hampshire Secretary of State duplicate copies of such process, one of which copies the New Hampshire Secretary of State shall forthwith send by registered mail to said Saint-Gobain Industrial Ceramics, Inc. at the above address.

Executed under seal as of the first day of December, 2002.

Saint-Gobain NorPro Corporation

Saint-Gobain Ceramics & Plastics, Inc.

By: James F. Kraynak
Name: James F. Kraynak, President
Title: President

By: David L. Mascarin
Name: David L. Mascarin
Title: Vice President

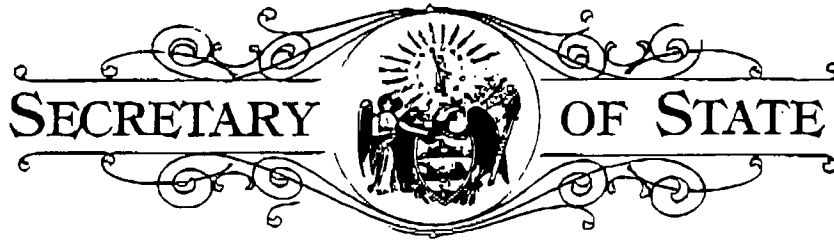
Saphikon, Inc.

Norton Proppants, Inc.

By: Patrick Sabben
Name: Patrick Sabben, President
Title: President

By: James F. Kraynak
Name: James F. Kraynak
Title: President

STATE OF ARKANSAS



Sharon Priest
SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greetings:

I, Sharon Priest, Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

Articles of Merger

of

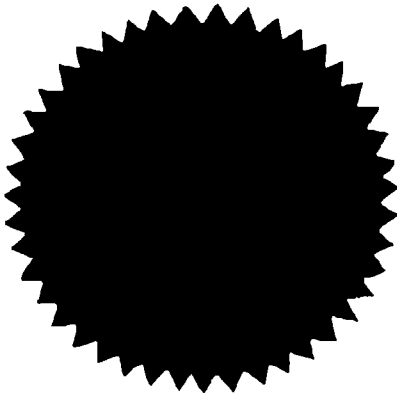
NORTON PROPPANTS, INC.

with and into

SAINT-GOBAIN CERAMICS & PLASTICS, INC.

filed in this office January 3, 2003.

In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 3rd day of January 2003.



Sharon Priest

Secretary of State

TRADEMARK

Exhibit A

PLAN OF MERGER
OF
SAINT-GOBAIN NORPRO CORPORATION
SAPHIKON, INC.
AND
NORTON PROPPANTS, INC.
into
SAINT-GOBAIN CERAMICS & PLASTICS, INC.

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2. SAINT-GOBAIN NORPRO CORPORATION, a Delaware corporation ("NORPRO"), SAPHIKON, INC., a New Hampshire corporation ("SAPHIKON") and NORTON PROPPANTS, INC. ("PROPPANTS"), shall be merged into SAINT-GOBAIN CERAMICS & PLASTICS, INC., a Delaware corporation ("SGCP"), the sole stockholder of NORPRO, SAPHIKON and PROPPANTS, and SGCP shall be the surviving corporation.
3. The Articles of Incorporation of SGCP, as heretofore amended and as in effect on the date of the merger provided for herein, shall continue in full force and effect as the Articles of Incorporation of the corporation surviving this merger.
4. All outstanding shares of common stock of the Subsidiaries shall be cancelled of record on the effective date of the merger. Since all of the issued and outstanding shares of the Subsidiaries are owned by SGCP, no shares of SGCP, the surviving corporation, are to be issued and no payment shall be made with respect thereto. The shares of SGCP shall be unaffected by the merger.
5. Each share of the common stock of the surviving corporation, which shall be issued and outstanding on the effective date of this merger, shall remain issued and outstanding.
6. SGCP will, on the effective date of the merger, assume all of the obligations of the Subsidiaries.
7. The merger shall be completed and shall be effective at the close of business on December 31, 2002.
8. (a) The surviving corporation may be served with process in the State of New Hampshire in any proceeding for enforcement of any obligation of SAPHIKON as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of

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TRADEMARK

any stockholder as determined in appraisal proceedings pursuant to the provisions of the General Corporation Law of New Hampshire; and SGCP does hereby irrevocably appoint the New Hampshire Secretary of State as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Florida Secretary of State is 750 East Swedesford Road, Valley Forge, PA 19482, Attention: General Counsel until the surviving corporation shall have hereafter designated in writing to the said New Hampshire Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the New Hampshire Secretary of State duplicate copies of such process, one of which copies the Florida Secretary of State shall forthwith send by registered mail to said Saint-Gobain Industrial Ceramics, Inc. at the above address.

(b) The surviving corporation may be served with process in the State of Arkansas in any proceeding for enforcement of any obligation of PROPPANTS as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of the General Corporation Law of Arkansas; and SGCP does hereby irrevocably appoint the Arkansas Secretary of State as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Arkansas Secretary of State is 750 East Swedesford Road, Valley Forge, PA 19482, Attention: General Counsel until the surviving corporation shall have hereafter designated in writing to the said New Hampshire Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the New Hampshire Secretary of State duplicate copies of such process, one of which copies the New Hampshire Secretary of State shall forthwith send by registered mail to said Saint-Gobain Industrial Ceramics, Inc. at the above address.

Executed under seal as of the first day of December, 2002.

Saint-Gobain NorPro Corporation

By: James F. Kraynak
Name: James F. Kraynak, President
Title: President

Saint-Gobain Ceramics & Plastics, Inc.

By: David L. Mascarin
Name: David L. Mascarin
Title: Vice President

Saphikon, Inc.

By: Patrick Sabben
Name: Patrick Sabben, President
Title: President

Norton Proppants, Inc.

By: James F. Kraynak
Name: James F. Kraynak
Title: President