

Form PTO-1594
 (Rev. 03/01)
 OMB No. 0651-0027 (exp. 5/31/2002)
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**RECORDATION FORM COVER SHEET
 TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE
 U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Emil Flachsmann AG

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Frutarom Switzerland Ltd.

Internal _____

Address: _____

Street Address: Rutwistrasse

City: Wädenswil State: Switzerland Zip: 8820

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State Switzerland

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 8, 2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2380408, 2790004, 2593354

Additional number(s) attached Yes No

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

Name: Bradley B. Geist

Internal Address: _____

Street Address
BAKER BOTTS L.L.P.
30 Rockefeller Plaza
45th Floor

City: New York State: NY Zip: 10112

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 120.00

- Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-4377

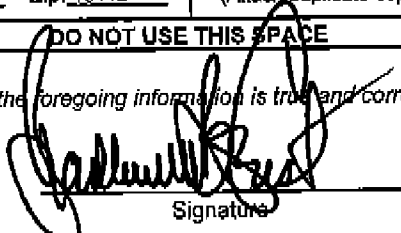
(Attach duplicate copy of this page if paying by deposit account)

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.

Bradley B. Geist
 Name of Person Signing


 Signature

9-15-2004
 Date

Total number of pages including cover sheet, attachments, and document: 4

Mall documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

CH \$90.00 024377 2380408

CERTIFICATE issued by the Trade Registry of the Canton of Zurich

It is herewith certified that there is registered in the Trade Register of the Canton of Zurich under the name of

Frutarom Schweiz AG
(Frutarom Suisse SA) (Frutarom Switzerland Ltd.)

an Aktiengesellschaft (English: joint-stock company) with domicile at Wädenswil
Address: Rütüwisstrasse, 8820 Wädenswil

This company has been registered in the Trade Register of the Canton of Zurich 27.08.1979.
It has been registered in the said Register with the following names:

from 27.08.1979 until 08.08.2003

Emil Flachsmann AG

since 08.08.2003 the company name has been registered as:

Frutarom Schweiz AG
(Frutarom Suisse SA) (Frutarom Switzerland Ltd.)

Said Register shows among other records the following regarding this company:

from 27.08.1979 until 16.01.1998

Domicile: Zurich; Address: Butzenstrasse 60, 8038 Zurich

since 16.01.1998 it is registered:

Domicile: Wädenswil; Address: Rütüwisstrasse, 8820 Wädenswil

Dates of relevant By-Law: 24.07.2003

Publication in: Swiss Official Gazette of Commerce

Object: Object of the company is the production and distribution of flavors (aroma), extracts, essential oils, food coloring and other additives for the food, luxury food, cosmetic and the pharmaceutical industry. The company attends to the interests of the Frutarom Group in Switzerland. The company may become active in other fields of activity and may do all kinds of business that are suitable to advance the business of the company, in particular it can buy and sell real estate. The company may establish branch offices and take shares in other enterprises.

Furthermore, it is confirmed that the said company is a corporation organized under Swiss law.

Zurich, 26 May 2004

Company No.: CH-020.3.909.034-8

Ref.: AE

Tax: Frs. 80.--

Official seal and signature by authorized
officer of the Trade Registry of the
Canton of Zurich

TRANSLATOR CERTIFICATE

The undersigned translator certifies and declares that to the best of her knowledge and belief this English translation is a true and correct translation of the attached original text in German language.

Melinda Wettstein

27 May 2004

TRADEMARK
REEL: 002939 FRAME: 0138



ZEUGNIS

des Handelsregisteramtes des Kantons Zürich

Es wird bezeugt, dass im Handelsregister des Kantons Zürich eingetragen ist, unter der Firma

Frutarom Schweiz AG
(Frutarom Suisse SA) (Frutarom Switzerland Ltd.)

bestehe eine Aktiengesellschaft mit Sitz in Wädenswil
Adresse: Rütowisstrasse, 8820 Wädenswil

Diese Gesellschaft ist im Handelsregister des Kantons Zürich eingetragen seit 27.08.1979. Sie war im genannten Register unter folgenden Fassungen eingetragen:

vom 27.08.1979 - 08.08.2003

Emil Flachsmann AG

seit dem 08.08.2003 ist eingetragen, die Firma laute:

Frutarom Schweiz AG
(Frutarom Suisse SA) (Frutarom Switzerland Ltd.)

Das genannte Register gibt über diese Gesellschaft weiter unter anderem an:

vom 27.08.1979 - 16.01.1998

Sitz: Zürich; Adresse: Butzenstrasse 60, 8038 Zürich

seit dem 16.01.1998 ist eingetragen:

Sitz: Wädenswil; Adresse: Rütowisstrasse, 8820 Wädenswil

Geltendes Statutendatum: 24.07.2003

Publikationsorgan: Schweizerisches Handelsamtsblatt (SHAB)

Zweck: Zweck der Gesellschaft ist die Produktion und der Vertrieb von Aromen, Extrakten, ätherischen Ölen, Lebensmittelfarben und weiteren Hilfsstoffen für die Nahrungsmittel-, Genussmittel-, kosmetische und pharmazeutische Industrie. Die Gesellschaft nimmt die Interessen der Frutarom Gruppe in der Schweiz wahr. Die Gesellschaft kann weitere Tätigkeitsgebiete aufnehmen und alle Geschäfte tätigen, die geeignet sind, das Unternehmen der Gesellschaft zu fördern, insbesondere kann sie Grundstücke erwerben und veräussern. Die Gesellschaft kann Zweigniederlassungen errichten und sich an anderen Unternehmen beteiligen.

TRADEMARK

REEL: 002939 FRAME: 0139

Ferner wird bezeugt, dass das erwähnte Unternehmen eine nach schweizerischem Recht organisierte Gesellschaft ist.

Zürich, 26 Mai 2004
Firmen-Nummer: CH-020.3.909.034-8
Zeichen: AE
Gebühr: Fr. 80.--



E. Aschauer