

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NORANDA INC.		06/30/2005	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	Falconbridge Limited
Street Address:	BCE Place, 181 Bay Street, Suite 200
City:	Toronto, Ontario
State/Country:	CANADA
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	0751531	CCR
Registration Number:	0899993	FALCONBRIDGE

CORRESPONDENCE DATA

Fax Number: (202)408-4400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: docketing@finnegan.com
 Correspondent Name: Arthur S. Garrett
 Address Line 1: 901 New York Avenue, NW
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20001-4413

ATTORNEY DOCKET NUMBER: 6079.0010 AND 6079.0007

DOMESTIC REPRESENTATIVE

Name: Arthur S. Garrett of Finnegan, Henderson
 Address Line 1: 901 New York Avenue, NW
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20001-4413

TRADEMARK

OP \$65.00 0751531

NAME OF SUBMITTER:	Arthur S. Garrett
Signature:	/asg/
Date:	11/07/2008
Total Attachments: 9 source=mergerfalcon#page1.tif source=mergerfalcon#page2.tif source=mergerfalcon#page3.tif source=mergerfalcon#page4.tif source=mergerfalcon#page5.tif source=mergerfalcon#page6.tif source=mergerfalcon#page7.tif source=FALCONBRIDGEDEC#page1.tif source=CCRDEC#page1.tif	



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CERTIFICATE

This is to certify that these articles
concernent en vigueur le

Ministère des Services

aux consommateurs
Ministère des Services

CERTIFICAT

Ceci certifie que les présents statuts
concernent en vigueur le

Ontario Corporation Number
Numéro de la société en Ontario

1665335

JUNE 30 JUIN, 2005

[Signature]
Director, Director

Director, Director
Directeur, Directeur

**ARTICLES OF AMALGAMATION
STATUTS DE FUSION**

Form 4
Business
Corporations
Act

Formule 4
Loi sur les
sociétés par
actions

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société issue de la fusion (écrite en LETTRES MAJUSCULES SEULEMENT):

FALCONBRIDGE LIMITED / FALCONBRI
DGE LIMITÉE

2. The address of the registered office is:
Adresse du siège social:

BCE Place, 181 Bay Street, Suite 200

(Street & Number or R.R. Number & if Multi-Office Building give Room No.)
(Rue et numéro, ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau)

Toronto

Ontario

M5J 2T3

(Name of Municipality or Post Office)
(Nom de la municipalité ou du bureau de poste)

(Postal Code /
Code postal)

3. Number of directors is/are: or minimum and maximum number of directors is/are:
Nombre d'administrateurs: ou nombres minimum et maximum d'administrateurs:
Number or minimum and maximum
Nombre ou minimum et maximum
3 20

4. The director(s) is/are:

Administrateur(s):

First name, middle names
and surname

Prénom, autres prénoms et nom
de famille

Address for service, giving Street & No. or R.R. No.,
Municipality, Province, Country and Postal Code
Domicile élu, y compris la rue et le numéro ou le
numéro de la R.R., le nom de la municipalité, la
province, le pays et le code postal

Resident Canadian
State "Yes" or "No"
Résident canadien
Oui/Non

Alex G. Balogh

355 Balboa Court, Oakville, Ontario,
Canada L6J 6K2

Yes

André Bérard

600 rue de La Gauchetière Ouest,
27th Flr., Mtl., Que., Can. H3E 4L2

Yes

Jack L. Cockwell

181 Bay Street, Suite 300, Toronto,
Ontario M5J 2T3

Yes

J. Bruce Flatt

181 Bay Street, Suite 300, Toronto,
Ontario M5J 2T3

Yes

TRADEMARK

REEL: 003884 FRAME: 0496

4. The director(s) is/are:
Administrateur(s) :

First name, middle names and surname <i>Prénom, autres prénoms et nom de famille</i>	Address for services, giving street & No. or R.R. No., Municipality, Province, Country and Postal code. <i>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal</i>	Resident Canadian State 'Yes' or 'No' <i>Résident canadien Oui/Non</i>
A. L. Flood	25 King Street West, Commerce Court North, 26th Floor, Toronto, Ontario M5L 1A2	Yes
Norri Gish	1200-202- 6th Avenue S.W., Calgary, AL T2P 2V6	Yes
Robert J. Harding	181 Bay Street, Suite 300, Toronto, Ontario M5J 2T3	Yes
Maureen Kempston Darkes	2901 SW 149th Avenue, Huntington Centre I, Suite 400, Miramar, Florida 33027 U.S.A.	No
David W. Kerr	181 Bay Street, Suite 200, Toronto, Ontario M5J 2T3	Yes
G. Edmund King	25 King Street West, Commerce Court North, Suite 2700, Toronto, Ontario M5L 1A2	Yes
Neville W. Kirchmann	120 Adelaide Street West, Suite 2150, Toronto, Ontario M5H 1T1	Yes
James W. McCutcheon	66 Wellington Street West, Toronto Dominion Bank Tower, Suite 4700, Toronto, Ontario M5K 1E6	Yes
Mary Mogford	3715 Lakeshore Road, R.R. #8, Newcastle, Ontario, Canada L1B 1L9	Yes
George E. Myhal	181 Bay Street, Suite 300, Toronto, Ontario M5J 2T3	Yes
Derek G. Pannell	181 Bay Street, Suite 200, Toronto, Ontario M5J 2T3	Yes
David H. Race	460 Queen's Quay West, Suite 902E, Toronto, Ontario, Canada M5V 2Y4	Yes
James D. Wallace	3319 Kingsway, Sudbury, Ontario, Canada P3A 4S8	Yes

5. **Check A or B**
Cocher A ou B

A) The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

A) *Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.*

or
ou

B) The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

B) *Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.*

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i> Year / année Month / mois Day / jour
NORANDA INC.	1327378	2005-Jun-30
FALCONBRIDGE LIMITED/FALCONBRIDGE LIMITEE	1083659	2005-Jun-30

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of Common shares, an unlimited number of Junior Preference Shares, issuable in series, an unlimited number of Participating shares, issuable in series and an unlimited number of Preferred shares, issuable in series.

6. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and Directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The rights, privileges, restrictions and conditions attaching to each class of shares are set forth in Schedule 2.04 of the amalgamation agreement, a copy of which is attached as Schedule "B".

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

Not applicable.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

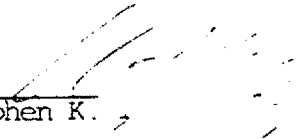
Not applicable.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les sociétés par actions constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

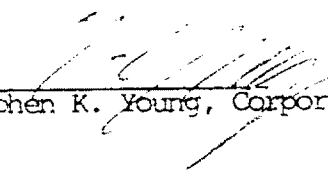
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Names of the amalgamating corporations and signatures and descriptions of office of their proper officers.
Dénomination sociale des sociétés qui fusionnent, signature et fonction de leurs dirigeants régulièrement désignés.

NORANDA INC.

Per:  Secretary

FALCONBRIDGE LIMITED
FALCONBRIDGE LIMITEE

Per:  Corporate Secretary

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: Xstrata Canada Corporation (formerly Falconbridge Limited
(through merger with Noranda Inc.))
Reg. Number: 899,993
Issue Date: October 6, 1970
Mark: FALCONBRIDGE

Commissioner for Trademarks
P.O. Box 1451
Alexandria, Virginia 22313-1451

DESIGNATION OF DOMESTIC REPRESENTATIVE

Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P., having a postal address at 901 New York Avenue, N.W., Washington, D.C. 20001-4413, is hereby designated as the registrant's representative upon whom notice or process in proceedings affecting the mark may be served.

XSTRATA CANADA CORPORATION
(formerly FALCONBRIDGE LIMITED
(through merger with Noranda Inc.))

By:  _____

Stephen Young

Name: _____

Director and Secretary

Title: _____

October 27, 2008

Date: _____

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE


Registrant: Xstrata Canada Corporation (formerly Falconbridge Limited
(through merger with Noranda Inc.))
Reg. Number: 751,531
Issue Date: June 25, 1963
Mark: CCR

Commissioner for Trademarks
P.O. Box 1451
Alexandria, Virginia 22313-1451

DESIGNATION OF DOMESTIC REPRESENTATIVE

Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P., having a postal address at 901 New York Avenue, N.W., Washington, D.C. 20001-4413, is hereby designated as the registrant's representative upon whom notice or process in proceedings affecting the mark may be served.

XSTRATA CANADA CORPORATION
(formerly FALCONBRIDGE LIMITED
(through merger with Noranda Inc.))

By:  _____

Stephen Young

Name: _____

Director and Secretary

Title: _____

October 27, 2008

Date: _____

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