

03-22-2000

RECOF  
TR



11-22-1999

U.S. Patent & TMO/CTM Mail Rcpt Dt. #61

Patents and Trademarks

Documents or copy thereof.

101294250

1. Name of conveying party(ies):  
 WITCO CORPORATION  
 ONE AMERICAN LANE  
 GREENWICH CT 06831  
 MKP 11-22-99  
 MYD 2-25-00

Individual(s)  
 General Partnership  
 Corporation-State DELAWARE  
 Other

Association  
 Limited Partnership

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

Name: CK WITCO CORPORATION  
 Internal Address:  
 Street Address: ONE AMERICAN LANE  
 City GREENWICH State CT ZIP 06831

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

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

3. Nature of conveyance:  
 Assignment  
 Security Agreement  
 Other

Merger  
 Change of Name

Execution Date: 9-1-99

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
 SEE ATTACHED LIST  
 Additional numbers attached?  Yes  No

B. Trademark registration No.(s)  
 SEE ATTACHED LIST  
 Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: EDWARD K. WELCH II  
 Internal Address: CK WITCO  
 Street Address: ONE AMERICAN LANE  
 City: GREENWICH State: CT ZIP 06831

6. Total number of applications and registrations involved: 99

7. Total fee (37 CFR 3.41): .....s 2490.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 23-2656  
 (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.*  
 MARGARET RANFT DAY  
 Name of Person Signing

*Margaret Ranft Day*  
 Signature

11/23/99  
 Date

Total number of pages comprising cover sheet: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

12/01/1999 TTON11 00000060 232656 828716 Commissioner of Patents and Trademarks  
 Box Assignments  
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01 FC:441 40.00 CH  
 02 FC:482 2450.00 CH

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**WITCO CORPORATION REGISTRATIONS - U.S.**

<b>MARK</b>	<b>REG. NO.</b>
ADSEE	828716
AGROL	1457119
BALAB	1197572
BARIUM PETRONATE	1188288
BENOL	423715
BRITOL	1625567
BRYTON	563911
BUBBLE BREAKER	828085
BZQ	866033
CALCIUM PETRONATE	984262
CARNATION	532086
COATOSIL	1990403
DEO-BASE	300910
DISPERSO	600214
DRAPEX	938406
EMARGOL	290139
EMCOL	1056813
ERVOL	848509
ESPERFOAM	1262761
ESPEROX	867351
FERMAX	1865125
FOMREZ	1374445
FONOLINE	297067
FREEZENE	301870
GEOLITE	1709051
GLORIA	1091665
HYBASE	642468
HYSTRENE	542368
INDUSTRENE	1948647
KAYDOL	422558
KEMESTER	1245697
KLAMAX	1806643
KLEAROL	532087
KREMOL	661553
LIQUAZINC	1641818
LOBASE	1996731
LUBRACAL	862587
LUBRAZINC	1173903
LUBRAZINC	862586

MAGNASOFT	1391240
MARK	780503
MARKSTAT	939393
MOLOL	961224
MULTIWAX	1419622
NEUSTRENE	658413
NIAX	798993
NUDRY	2109037
NUWET	1960872
ORZOL	919704
PACOL	660936
PERFECTA	534271
PETRO	741133
PETROFLOTE	595051
PETRONATE	348440
POWDERSIL	1987424
PROTOL	423716
PROTOPET	331928
PYRONATE	952994
REZOL	1923143
RUDOL	1222255
SAG	683846
SAGTEX	2195739
SEMTOL	852175
SERT	1886491
SHEROLATUM	661554
SHUR-FLO	1608663
SILQUEST	1961675
SILQUEST	1833053
SILQUEST A-1100	2055403
SILQUEST A-171	2055404
SILQUEST A-174	2055440
SILQUEST A-187	2055405
SILSOFT	1418833
SILWET	1244021
SILWET L-77	1719724
SONNEBORN	1719705
SONNEBORN	1543129
SONO JELL	851267
SUNOLITE	1031870
TX ACID	856827
ULTRAPHOS	819700
UREX	810321

USP	1278492
USP-245	866032
WITCAMIDE	861539
WITCO	660490
WITCO	811939
WITCO	843420
WITCOBOND	919631
WITCOBOND	951716
WITCOGEL	1966472
WITSOL	1233160

**WITCO CORPORATION PENDING APPLICATIONS**

<b>MARK</b>	<b>APPLN. NO.</b>
HYDROBRITE	75/550681
HYDROSLIP	75/416944
MARKLEAR	75/550689
MARKLUBE	75/550899
MORWET	75/627137
SONOLUBE	75/550680
SPUR	

State of Delaware  
Office of the Secretary of State

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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:

"WITCO CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "CK WITCO CORPORATION" UNDER THE NAME OF "CK WITCO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 11:01 O'CLOCK A.M.



3046078 8100M

991379657

A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

9965698

AUTHENTICATION:

DATE: 09-10-99

TRADEMARK  
REEL: 002041 FRAME: 0813

CERTIFICATE OF MERGER  
WITCO CORPORATION  
INTO  
CK WITCO CORPORATION

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware ("Section 251"), CK Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("CK Witco"), and Witco Corporation, a corporation organized and existing under the laws of the State of Delaware ("Witco"), do hereby certify to the following facts relating to the merger (the "Merger") of Witco with and into CK Witco.

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
CK Witco Corporation	Delaware
Witco Corporation	Delaware

SECOND: An Agreement and Plan of Reorganization, dated as of May 31, 1999, as amended (the "Agreement"), by and among Crompton & Knowles Corporation, a Massachusetts corporation and the predecessor of CK Witco, CK Witco, and Witco, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251.

THIRD: The name of the surviving corporation, which shall be a Delaware corporation, is "CK Witco Corporation" (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of CK Witco shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Agreement is on file at the office of the Surviving Corporation at the following address:


CK Witco Corporation  
One Station Place, Metro Center  
Stamford, Connecticut 06902

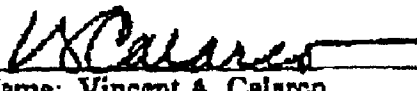
SIXTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, CK Witco and Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 5:00 p.m. on September 1, 1999.

ATTEST:

CK WITCO CORPORATION

By:   
Name: John T. Ferguson II  
Title: Senior Vice President, General Counsel and Secretary

By:   
Name: Vincent A. Calarco  
Title: President and Chief Executive Officer

ATTEST:

WITCO CORPORATION

By: \_\_\_\_\_  
Name: Alexandra I. Graf  
Title: Assistant Secretary

By: \_\_\_\_\_  
Name: E. Gary Cook  
Title: Chairman of the Board, President and Chief Executive Officer

IN WITNESS WHEREOF, CK Witco and Witco have caused this Certificate of Merger to be duly executed as of this 1st day of September, 1999, to be effective at 5:00 p.m. on September 1, 1999.

ATTEST:

CK WITCO CORPORATION

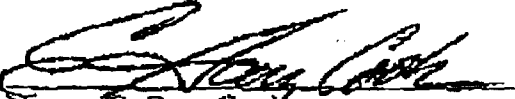
By: \_\_\_\_\_  
Name: John T. Ferguson II  
Title: Vice President, General Counsel  
and Secretary

By: \_\_\_\_\_  
Name: Vincent A. Calarco  
Title: President and Chief Executive  
Officer

ATTEST:

WITCO CORPORATION

By:  \_\_\_\_\_  
Name: Alexandra I. Graf  
Title: Assistant Secretary

By:  \_\_\_\_\_  
Name: E. Gary Cook  
Title: Chairman of the Board, President  
and Chief Executive Officer