

02-09-2001

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To the Honorable Commi

101610391

Remarks:

Please record the attached original documents or copy thereof:

Name of conveying party:

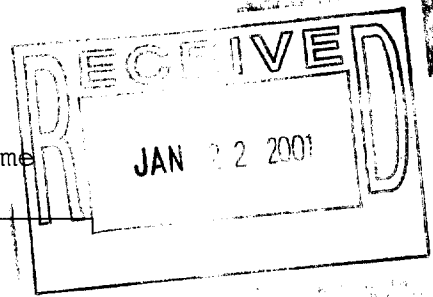
Name and address of receiving party:

ATOFINA Chemicals, Inc.
2000 Market Street
Philadelphia, PA 19103-3222
(a Pennsylvania corporation)

Cerexagri, Inc.
2000 Market Street
Philadelphia, PA 19103-3222
(a Pennsylvania corporation)

Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____



Execution date: January 19, 2001

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

Trademark Application No.(s)

Trademark Registration Nos.

See attached list

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

ATOFINA Chemicals, Inc.
Patent Department - 26th Floor
2000 Market Street
Philadelphia, PA 19103-3222
Attn: Mary G. Fay

Total number of registrations involved: 26

Total fee (37 CFR 3.41): \$665.00 Authorized to be charged to Deposit Account No. 01-2717.

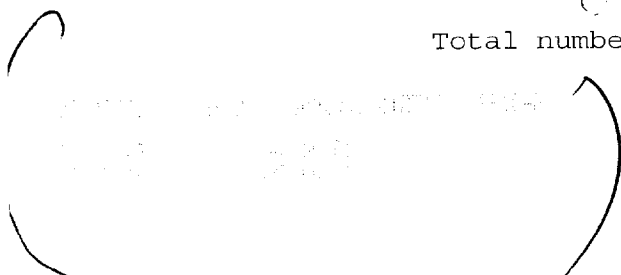
Statement and signature:

To the best of my knowledge and belief, the foregoing instrument is true and correct and any attached copy is a true copy of the original document.

Mary G. Fay
Mary G. Fay

January 19, 2001

Total number of pages comprising cover sheet: 2



TRADEMARK
REEL: 002232 FRAME: 0891

SCHEDULE

Trademark -----	Curr Reg No -----
KNOX OUT	181642
KNOX OUT	432583
KRYOCIDE	433873
DECCO	554059
AQUATHOL	722734
HYDROTHOL	755285
TRICARBAMIX	793539
DECCOSOL	950179
APL-LUSTR	953408
ACCELERATE	970487
APL-KLEEN	979728
DECCOTANE	980781
PENNCAP-M	1014557
DES-I-CATE	1019674
DECCOQUIN	1021802
DES-I-CATE	1029646
DECCOZIL	1174794
PENNCAP-E	1212092
LUSTR	1320115
NO SCALD	1367185
PENNCOZEB	1401826
FLAIR	1991468
MITRUS	2086143
EVAC	2166578
THINRITE	2241825
PENNSTYL	2294587

ASSIGNMENT OF U.S. TRADEMARKS

Effective January 1, 2001, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound hereby, ATOFINA Chemicals, Inc., a corporation of the Commonwealth of Pennsylvania, having an office at 2000 Market Street, Philadelphia, Pennsylvania 19103, owner of marks which are registered in the United States Patent and Trademark Office under the numbers listed in the attached Schedule, hereby sells and assigns to Cerexagri, Inc., a corporation of the Commonwealth of Pennsylvania, having an office at 2000 Market Street, Philadelphia, Pennsylvania 19103, all right, title and interest in and to the said marks, including the right to legally pursue any past infringement of the rights in said trademarks, together with the goodwill of the business symbolized thereby, and the said registrations thereof.

In testimony whereof, ATOFINA Chemicals, Inc. has caused this assignment to be executed by its duly authorized officer this 19th day of January, 2001.

ATOFINA Chemicals, Inc.

By: Mary G. Fay

Name: Mary G. Fay

Title: Assistant Secretary