

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/09/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Octel America, Inc.		03/09/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Octel International Limited
Street Address:	Oil Sites Road; Ellesmere Port
Internal Address:	Innospec Manufacturing Park
City:	Cheshire
State/Country:	UNITED KINGDOM
Postal Code:	CH65 4EY
Entity Type:	CORPORATION: UNITED KINGDOM

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	968997	STADIS
Registration Number:	1523128	VALVE MASTER
Registration Number:	360675	ORTHOLEUM

CORRESPONDENCE DATA

Fax Number: (317)637-7561
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (317) 634-3456
 Email: sstevens@uspatent.com
 Correspondent Name: Scott J. Stevens
 Address Line 1: 111 Monument Circle
 Address Line 2: Suite 3700
 Address Line 4: Indianapolis, INDIANA 46204

ATTORNEY DOCKET NUMBER:	7275-10
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TRADEMARK

OP \$90.00 968997

DOMESTIC REPRESENTATIVE

Name: Scott J. Stevens
Address Line 1: 111 Monument Circle
Address Line 2: Suite 3700
Address Line 4: Indianapolis, INDIANA 46204

NAME OF SUBMITTER:	Scott J. Stevens
Signature:	/Scott J. Stevens/
Date:	07/26/2006

Total Attachments: 3
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ATTACHMENT TO MINUTES OF SPECIAL MEETING
OF BOARD OF DIRECTORS OF OCTEL INTERNATIONAL LIMITED

Plan of Dissolution and Liquidation
of
Octel America, Inc. ("America")

1. The officers shall proceed with the complete liquidation and dissolution of America in accordance with Section 332 of the Internal Revenue Code.
2. The officers shall collect all assets of America and shall compile information with respect to all known claims against, and liabilities of, America.
3. The officers shall within this fiscal year proceed with the distribution in kind of all assets to International, as America's sole shareholder, in return for the surrender of all stock certificates and cancellation of the Shares.
4. The officers shall provide for known claims against, and liabilities of, America by having the same assumed by International.
5. The officers shall cause to be filed with the Internal Revenue Service and the State of Delaware such notices and applications for tax clearances as may be required or appropriate in connection with the dissolution and shall cause to be prepared and filed all final income and other tax returns for America.
6. The officers shall cause a Certificate of Dissolution to be filed with the Delaware Secretary of State.
7. The officers are further authorized, empowered, and directed to take such other action and to do such other things as may be necessary or appropriate to implement and carry out this Plan of Liquidation and Dissolution, including the execution of bills of sale, assignments, and other conveyance documents.
8. The dissolution of America, the liquidation and distribution of its assets, and the cancellation of its issued and outstanding shares of capital stock shall be effective as of the close of business on 9 March, 2006.

The undersigned sole shareholder of Octel America, Inc. hereby approves the foregoing resolutions and the dissolution and liquidation of that corporation in accordance with the Plan of Dissolution and Liquidation stated therein.

OCTEL INTERNATIONAL LIMITED

Dated: January 23, 2006

By: *A. Hartley*
Andrew Hartley, Director and Secretary

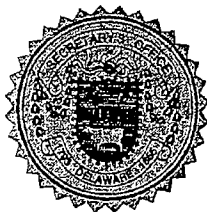
Delaware

PAGE 1

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 DISSOLUTION OF "OCTEL AMERICA, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF MARCH, A.D. 2006, AT 2:56 O'CLOCK P.M.

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



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060232859

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4581580

DATE: 03-09-06

RECORDED: 07/26/2006

TRADEMARK
REEL: 003355 FRAME: 0572