

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM382543

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Divisive Merger		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
National Oilwell Varco, L.P.		11/12/2015	Limited Partnership: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	CHEMINEER LLC		
Street Address:	7909 Parkwood Circle Drive		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77036		
Entity Type:	Limited Liability Company: PENNSYLVANIA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	0681788	CHEMINEER	
Registration Number:	2660747	CHEMINEER XPRESS	
Registration Number:	1561565	CHEMSCALE	
Registration Number:	0716441	CHEMSHEAR	
Registration Number:	2058064		
Registration Number:	1463300	PROCHEM	
CORRESPONDENCE DATA			
Fax Number:	7132233717		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7132261200		
Email:	rljackson@lockelord.com		
Correspondent Name:	LOCKE LORD LLP		
Address Line 1:	600 TRAVIS		
Address Line 2:	SUITE 2800		
Address Line 4:	HOUSTON, TEXAS 77002-3095		
ATTORNEY DOCKET NUMBER:	015379-126		
NAME OF SUBMITTER:	Robert Jackson		
SIGNATURE:	/Robert Jackson/		

CH \$165.00 0681788

DATE SIGNED:

04/29/2016

Total Attachments: 19

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CT - COUNTER

9758672 SDPA 169

Entity# : 2673696
Date Filed : 11/12/2015
Pedro A. Cortés
Secretary of the Commonwealth



STATEMENT OF DIVISION
OF
NATIONAL OILWELL VARCO, L.P.

TCO151112JD0326

In accordance with 15 Pa.C.S § 366, the undersigned limited partnership hereby adopts the following Statement of Division:

1. The dividing association is National Oilwell Varco, L.P., a Pennsylvania limited partnership (the "Dividing Association"), whose current registered office provider is CT Corporation System in Philadelphia County, Pennsylvania.

2. The Dividing Association will survive the division.

3. The first resulting association created by the division is Chemineer LLC, a Pennsylvania limited liability company, whose registered office provider is CT Corporation System in Philadelphia County, Pennsylvania. The Certificate of Organization of Chemineer LLC is attached hereto as Exhibit A.

4. The second resulting association created by the division is NOV Process & Flow Technologies US, LLC, a Pennsylvania limited liability company, whose registered office provider is CT Corporation System in Philadelphia County, Pennsylvania. The Certificate of Organization of NOV Process & Flow Technologies US, LLC is attached hereto as Exhibit B.

5. The allocation of properties and liabilities is as follows:

(a) At the Effective Time, all the property and assets, tangible and intangible, set forth on Schedule 5(a)(i) hereto (the "Dividing Association Assets") and all liabilities set forth on Schedule 5(a)(ii), shall be solely allocated to and remain solely vested in the Dividing Association (and not jointly as tenants in common with Chemineer LLC or NOV Process & Flow Technologies US, LLC) pursuant to this Statement of Division, the Plan of Division of the Dividing Association related hereto (the "Plan of Division") and the Pennsylvania Entity Transactions Law and without transfer.

(b) At the Effective Time, all the property and assets, tangible and intangible, set forth on Schedule 5(b)(i) hereto (the "Chemineer Business Unit Assets") and all liabilities set forth on Schedule 5(b)(ii) hereto (the "Chemineer Business Unit Liabilities"), shall be solely allocated to and shall solely vest in Chemineer LLC (and not jointly as tenants in common with the Dividing Association or NOV Process & Flow Technologies US, LLC) pursuant to this Statement of Division, the Plan of Division and the Pennsylvania Entity Transactions Law and without other transfer.

(c) At the Effective Time, all the property and assets, tangible and intangible, set forth on Schedule 5(c)(i) hereto (the "PFT Division Assets") and all liabilities set forth on Schedule 5(c)(ii) hereto, shall be solely allocated to and shall solely vest in NOV Process & Flow Technologies US, LLC (and not jointly as tenants in common with the Dividing Association or Chemineer LLC) pursuant to this Statement of Division, the Plan of Division and the Pennsylvania Entity Transactions Law and without other transfer.

For purposes of this Statement of Division, certain capitalized terms are defined on Schedule 5 and the rules of construction set forth on Schedule 5 apply to this Statement of Division.

Step #20

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COMM OF PA
DEPT OF STATE

TRADEMARK
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6. The division is effective upon the filing of this Statement of Division in the Pennsylvania Department of State (the "Effective Time").

7. The division was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter F.

[Signature Page Follows]

EXECUTED as of November 12, 2015.

NATIONAL OILWELL VARCO, L.P.
BY: NOW Oilfield Services LLC, its General Partner

By: 
Name: Trevor B. Martin
Title: Vice President

[Signature Page to Statement of Division of National Oilwell Varco, L.P. -- Step #20]

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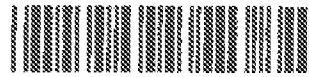
EXHIBIT A

Certificate of Organization of Chemineer LLC

See attached.

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Certificate of Organization
Domestic Limited Liability Company
DSCB:15-8913 (rev. 7/2015)



8913

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$125

In compliance with the requirements of 15 Pa.C.S. § 8913 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

1. The name of the limited liability company (*designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation*):

Chemineer LLC

2. The (a) address of the limited liability company's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
(Complete (a) or (b) – not both)

(a) Number and Street	City	State	Zip	County
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(b) Name of Commercial Registered Office Provider	County
---	--------

c/o: C T Corporation System	Philadelphia
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3. The name and address, including street and number, if any, of each organizer is (*all organizers must sign on page 2*):

Name	Address
Brigitte M. Hunt	7809 Parkwood Circle Dr., Houston, TX 77036

4. *Strike out if inapplicable term*

A member's interest in the company is to be evidenced by a certificate of membership interest.

5. *Strike out if inapplicable:*

Management of the company is vested in a manager or managers.

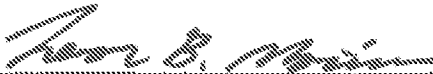
6. The specified effective date, if any is: _____
(MM/DD/YYYY and hour, if any)

7. *Strike out if inapplicable:* The company is a restricted professional company organized to render the following restricted professional service(s):

8. For additional provisions of the certificate, if any, attach an 8 1/2 x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have) signed this Certificate of Organization this

12th day of November, 2015



Signature

Signature

Signature

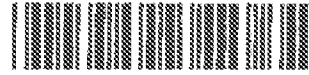
EXHIBIT B

Certificate of Organization of NOV Process & Flow Technologies US, LLC

See attached.

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Certificate of Organization
Domestic Limited Liability Company
DSCB:15-8913 (rev. 7/2015)



8913

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$125

In compliance with the requirements of 15 Pa.C.S. § 8913 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

1. The name of the limited liability company (*designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation*):

NOV Process & Flow Technologies US, LLC

2. The (a) address of the limited liability company's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is: *(Complete (a) or (b) -- not both)*

(a) Number and Street	City	State	Zip	County
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(b) Name of Commercial Registered Office Provider	County
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c/o: CT Corporation System	Philadelphia
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3. The name and address, including street and number, if any, of each organizer is *(all organizers must sign on page 2)*:

Name	Address
Brigitte M. Hunt	7809 Parkwood Circle Dr., Houston, TX 77036

4. ~~Strike out if inapplicable term~~
A member's interest in the company is to be evidenced by a certificate of membership interest.

5. ~~Strike out if inapplicable:~~
Management of the company is vested in a manager or managers.

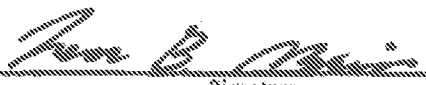
6. The specified effective date, if any is: _____
(MM/DD/YYYY and hour, if any)

~~7. Strike out if inapplicable: The company is a restricted professional company organized to render the following restricted professional service(s):~~

8. For additional provisions of the certificate, if any, attach an 8 1/2 x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have)
signed this Certificate of Organization this

12th day of November, 2015



Signature

Signature

Signature

Schedule 5
Defined Terms

"Chemineer Business Unit" means the business unit that (a) is operating as part of the PFT Division of the Dividing Association under the name "Chemineer" and reflected on Ledger #851 and (b) is engaged in the business of designing and manufacturing standard and customized fluid agitation equipment and systems for use in the chemical, water and wastewater treatment, plastics and resins, petrochemical, pulp and paper and pharmaceutical industries. The Chemineer Business Unit, also includes any and all predecessor business units, divisions, or entities of the Chemineer Business Unit, including the Chemineer Predecessor Entity.

"Chemineer Predecessor Entity" means Chemineer, Inc., a Delaware corporation that was merged into Dividing Association, effective 11:59 P.M. EST on December 31, 2013.

"Claims" shall mean any and all claims, counterclaims, suits, lawsuits, demands, damages, debts, agreements, quasi-contracts, covenants, and/or actions and causes of action of any nature whatsoever, whether arising at law or in equity, whether known or unknown, whether presently possessed or possessed in the future, whether liability be direct or indirect, liquidated or unliquidated, accruing or arising at any time from the beginning of the world, whether absolute or contingent, foreseen or unforeseen and whether or not heretofore asserted, for payment, money, compensation, damages or other sums which may be due, or for any other relief or remedy sought.

"Contract" means, any agreement, lease, or contract, whether written or oral.

"Governmental Authority" means any federal, state, local, domestic or foreign court, tribunal, arbitral body, administrative or governmental body, entity, department, commission, board, agency or instrumentality, legislative, executive or regulatory authority or agency of any nature.

"Governmental Authorizations" means any and all permits, licenses, registrations, authorizations, bonds, accreditations, qualifications, rights, privileges, consents, certificates, orders, franchises, variances and approvals or other similar authorization issued by, or otherwise granted by, any Governmental Authority.

"Intellectual Property" means all intellectual property and industrial property rights and assets, and all rights, interests and protections that are associated with, similar to, or required for the exercise of, any of the foregoing, however arising, pursuant to the laws of any jurisdiction throughout the world, whether registered or unregistered, including any and all: (a) trademarks, service marks, trade names, brand names, logos, trade dress, design rights and other similar designations of source, sponsorship, association or origin, together with the goodwill connected with the use of and symbolized by, and all registrations, applications and renewals for, any of the foregoing; (b) internet domain names, whether or not trademarks, registered in any top-level domain by any authorized private registrar or Governmental Authority, web addresses, web pages, websites and related content, accounts with Twitter, Facebook and other social media companies and the content found thereon and related thereto, and URLs; (c) expressions, designs and design registrations, whether or not copyrightable, including copyrights, author, performer, moral and neighboring rights, and all registrations, applications for registration and renewals of such copyrights; (d) inventions, discoveries, trade secrets, technical information and know-how, technical databases and data collections and other technical confidential and proprietary information and all rights therein; (e) patents (including all reissues, divisionals, provisionals, continuations and continuations-in-part, re-examinations, renewals, substitutions and extensions thereof), patent applications, and other patent rights and any other Governmental Authority-issued indicia of invention ownership (including inventor's certificates, petty patents and patent

utility models); and (f) proprietary software and firmware, including data files, source code, object code, application programming interfaces, architecture, files, records, schematics, computerized databases and other related specifications and documentation.

"Liabilities" means debts, obligations, duties, Claims, liabilities of any nature (including but not limited to STRICT LIABILITY ARISING UNDER ENVIRONMENTAL LAWS OR OTHERWISE, and any unknown, undisclosed, unfixd, unliquidated, unsecured, unmatured, unaccrued, unasserted, contingent, conditional, inchoate, implied, vicarious, joint, several or secondary liability), losses, damages (including incidental, consequential, special and punitive damages), penalties, fines, judgments, liens and costs and expenses (including costs of investigation, attorneys' fees, experts' fees, consultants' fees), regardless of whether the foregoing are arising out of or related to bodily injury or death, property loss or damage or otherwise.

"Person" means any natural person, partnership, association, corporation, company, trust, business trust, Governmental Authority or other such entity.

"PFT Division" means the division of the Dividing Association operating under the name "Process & Flow Technologies" and that is engaged in the PFT Business. The PFT Division is comprised of the business units that are reflected on the following ledgers: (a) Tarby -- Ledger #847, (b) DS Mono US Indus -- Ledger #654, (c) T-3 Venture -- Ledger #869, (d) PFT US -- Ledger #940, (e) Pipeline Specialty Valves -- Ledger #883, (f) Petrex -- Ledger #811 and (g) the portion of the RMES -- Ledger #857 relating to the PFT Business. The Chemineer Business Unit is also part of the PFT Division.

"PFT Business" means the business engaged in by the PFT Division, which is the business of designing, developing and manufacturing highly engineered products for the oil and gas and industrial industries.

Rules of Construction

All references in this Statement of Division to Sections, Exhibits and Schedules are references to Sections of, Exhibits to, and Schedules to, this Statement of Division unless the context otherwise requires. The Schedules and Exhibits attached to this Statement of Division constitute a part of this Statement of Division and are incorporated herein for all purposes. The words "hereby," "herein," "hereof," "hereunder" and words of similar import refer to this Statement of Division as a whole (including any schedules hereto) and not merely to the specific section, paragraph or clause in which such word appears. The words "include", "includes" and "including" are deemed to be followed by the phrase "without limitation." The definitions given in this Statement of Division apply equally to both the singular and plural forms of the terms defined. Whenever the context requires, any pronoun includes the corresponding masculine, feminine and neuter forms. If a term is defined as one part of speech (such as a noun), it shall have a corresponding meaning when used as another part of speech (such as a verb).

Schedule 5(a)(i)

Dividing Association Properties and Assets

A. All property and assets, tangible and intangible, of the Dividing Association that are not solely allocated to Chemineer LLC or NOV Process & Flow Technologies US, LLC pursuant to Section 5(b) or Section 5(c) of this Statement of Division, including the property and assets listed below:

(i) motor vehicles and any leases relating thereto;

(ii) equity interests in any Person;

(iii) all Intellectual Property and the goodwill associated therewith, except for the Chemineer & Prochem Marks (defined on Schedule 5(b)(i)) and the goodwill associated with the Chemineer & Prochem Marks; and

(iv) the benefits in and rights to enforce all claims, counterclaims, causes of action, indemnities, rights of recovery, rights of set off, rights of recoupment, warranties, covenants, guarantees, and all suretyship agreements (and all proceeds from any of the foregoing) to the extent relating to the Existing PFT Claims (defined on Schedule 5(a)(ii)); and

(iii) all other assets and properties of the Dividing Association that are not (A) primarily used or intended primarily for use in the PFT Business or (B) Chemineer Business Unit Assets.

Schedule 5(a)(ii)
Dividing Association Liabilities

A. All Liabilities of the Dividing Association that are not solely allocated to Chemineer LLC or NOV Process & Flow Technologies US, LLC pursuant to Section 5(b) or Section 5(c) of this Statement of Division.

B. Except for the Chemineer Business Unit Liabilities, which notwithstanding anything to the contrary set forth in this Statement of Division shall be solely Liabilities of Chemineer LLC, all third party claims, counterclaims, suits, lawsuits, demands, or causes of action against the Dividing Association and that are arising out of the PFT Business or relating to the PFT Division and that are filed against, or known to, the Dividing Association, as of the Effective Time (the "Existing PFT Claims").

Schedule 5(b)(1)
Chemineer Business Unit Properties and Assets

A. All of the Dividing Association's right, title and interest in and to the following assets and properties of the Dividing Association (collectively, the "Chemineer Business Unit Assets"):

(1) the trademarks, service marks, trade names, brand names, logos and other similar designations of source, sponsorship, association or origin, in each case if and as listed below, together with the goodwill connected with the use of and symbolized by, and all registrations, applications and renewals for, any of the foregoing (the "Chemineer & Prochem Marks"), including the goodwill associated therewith:

"Chemineer" name

"Prochem" name

See the attached Exhibit 1 to Schedule 5(b)(1).

(2) Insurance policies and rights thereunder that (A) were owned by the Chemineer Predecessor Entity prior to 11:59 P.M. EST on December 31, 2013 and (B) provide coverage for the Chemineer Business Unit Liabilities.

(3) Rights to make claims under any insurance policies benefitting the Chemineer Business or the Chemineer Predecessor Entity with respect to any of the Chemineer Business Unit Liabilities.

Exhibit 1 to Schedule 5(b)(1)

Country	Mark	Application #	File Date	Registration #	Registration Date
AUSTRALIA	CHEMINEER	202983	6/22/1966	A202983	1/24/1968
BRAZIL	CHEMINEER	819214647	4/29/1996	819214647	12/22/1998
CANADA	CHEMINEER	249196	1/28/1959	TMA116257	12/18/1959
CHINA	CHEMINEER	950075244	6/27/1996	1159057	3/14/1998
HONG KONG	CHEMINEER	9604397	4/16/1996	199711631	11/26/1997
INDONESIA	CHEMINEER	0968622	4/30/1996	380935	8/15/1997
ISRAEL	CHEMINEER	49152	12/6/1979	49152	12/15/1982
INDIA	CHEMINEER	1582875	7/23/2007		
JAPAN	CHEMINEER	2007-077995	7/11/2007	5163934	9/5/2008
SOUTH KOREA	CHEMINEER	96-11801	3/26/1996	381139	11/6/1997
MEXICO	CHEMINEER	260841	4/25/1996	613693	6/17/1999
MALAYSIA	CHEMINEER	96/04204	4/22/1996	96004204	12/13/2000
SINGAPORE	CHEMINEER	2841/96	3/25/1996	T96/02841J	4/30/1998
THAILAND	CHEMINEER	306697	4/24/1996	KOR55022	4/24/1996
TAIWAN	CHEMINEER	81023037	5/13/1992	00595331	4/16/1993
UNITED STATES	CHEMINEER	72/061,480	10/28/1958	681,788	7/14/1959
SOUTH AFRICA	CHEMINEER	67/1070	3/15/1967	67/1070	3/15/1967
UNITED STATES	CHEMINEER XPRESS	76/306,732	8/29/2001	2,660,747	12/10/2002
UNITED STATES	CHEMSCALE	73/762,384	11/7/1988	1,561,595	10/17/1989
AUSTRALIA	CHEMSHEAR	202982	6/22/1966	A202982	6/22/1966
UNITED STATES	CHEMSHEAR	72/103,544	8/29/1960	716,441	6/6/1961
UNITED STATES	MISCELLANEOUS DESIGN	74/669,543	5/3/1995	2,058,064	4/29/1997
BRAZIL	PROCHEM	819214655	4/29/1996	819214655	12/22/1998
CANADA	PROCHEM	533345	12/21/1984	TMA308751	11/29/1985
CHINA	PROCHEM	950075246	6/27/1996	1089945	8/28/1997
HONG KONG	PROCHEM	9604395	4/16/1996	200008861	6/28/2000
INDONESIA	PROCHEM	0968621	4/30/1996	IDM000109042	8/15/1997
JAPAN	PROCHEM	H8-29458	3/19/1996	4093516	12/19/1997
SOUTH KOREA	PROCHEM	96-11803	3/26/1996	381140	11/6/1997
MEXICO	PROCHEM	260843	4/25/1996	613694	6/17/1999
MALAYSIA	PROCHEM	96/04205	4/22/1996	96004205	7/14/2001
SINGAPORE	PROCHEM	2842/96	3/25/1996	T96/02842I	9/30/1998
THAILAND	PROCHEM	306698	4/24/1996	KOR55021	2/5/1997
TAIWAN	PROCHEM	85012252	3/15/1996	759714	5/1/1997
UNITED STATES	PROCHEM	73/630,474	11/17/1986	1,463,300	11/3/1987

Schedule 5(b)(ii)
Chemineer Business Unit Liabilities

All Liabilities, directly or indirectly, caused by, resulting from, arising out of or related to (i) asbestos fibers or asbestos in any products or items manufactured, sold, leased, rented, installed, maintained, replaced, modified, delivered or otherwise placed in the stream of commerce, or used in any services provided, by the Chemineer Business Unit or the Dividing Association (or any of its predecessors, including the Chemineer Predecessor Entity) operating through, as, or in connection with, the Chemineer Business Unit ("Asbestos Matters") or any obligation or purported or alleged obligation of the Chemineer Business Unit or the Dividing Association (or any of its predecessors, including the Chemineer Predecessor Entity) operating through, as, or in connection with, the Chemineer Business Unit, to indemnify, defend or hold harmless another Person and/or contribute with or to another Person because of Liabilities, directly or indirectly, caused by, resulting from, arising out of or related to Asbestos Matters or (ii) any supervision, instructions, recommendations, notices, warnings, or advice given or which should have been given in connection with any Asbestos Matters.

Schedule 5(c)(1)
PFT Division Properties and Assets

A. All of the Dividing Association's right, title and interest in and to all assets and properties of the Dividing Association that are primarily used by, or primarily intended for use by, the PFT Division, including the following assets and properties of the Dividing Association, but in all cases excluding the Dividing Association Assets and the Chemineer Business Unit Assets (collectively, the "PFT Division Assets"):

(1) all fee property, rights-of-way, easements, surface use agreements, licenses, leases and other rights, privileges or interests in real property that are primarily used by, or intended for use primarily by, the PFT Division (collectively, the "PFT Real Property Interests"), including those described on Exhibit 1 to Schedule 5(c)(1) and all fixtures, buildings and improvements located on or under such PFT Real Property Interests (collectively, with the PFT Real Property Interests, the "PFT Facilities");

(2) all tangible personal property of every kind and nature primarily used by, or intended for use primarily by, the PFT Division, whether or not currently in service, including trucks, trailers, tools, instruments, spare parts, machinery, computer equipment, telecommunications equipment, supplies, materials and other improvements;

(3) all raw materials and inventory primarily used by, or intended for use primarily by, the PFT Division;

(4) all Governmental Authorizations that are primarily used by, or held for use primarily by, the PFT Division or that relate to the PFT Facilities;

(5) all benefits and rights under Contracts to which the Dividing Association is a party and that primarily relate to the PFT Business;

(6) all trade accounts receivable and other rights to payment from customers of the Dividing Association relating primarily to the PFT Business and the full benefit of all security for such accounts or rights to payment, including all trade accounts receivables representing amounts receivable in respect of goods shipped or products sold or services rendered to customers of the Dividing Association primarily with respect to the PFT Business, and all other accounts receivable of the Dividing Association relating primarily to the PFT Business and the full benefit of all security for such accounts, and any claim, remedy or other right related to any of the foregoing;

(7) copies or originals of all tangible, digital or electronic Contracts, land, title, engineering, environmental, operating, performance, safety, maintenance, warranty, accounting, and other data, files, documents, instruments, notes, correspondence, papers, ledgers, journals, reports, abstracts, surveys, maps, books, records, designs, plans, blueprints, as-built plans and specifications and system drawings and studies which relate primarily to the PFT Division Assets or which are used or held for use primarily in connection with the PFT Business;

(9) the benefits in and rights to enforce all claims, causes of action, indemnities, rights of recovery, rights of set off, rights of recoupment, warranties, covenants, guarantees, and all suretyship agreements (and all proceeds from any of the foregoing) to the extent relating primarily to the PFT Business, the PFT Division Assets or PFT Division Liabilities;

(10) all cash and cash equivalents of the PFT Division; and

(11) goodwill associated with the above described PFT Division Assets.

Exhibit 1 to Schedule 5(c)(1)

Leased Properties

18511 Commerce Drive	Trinidad	CO
9870 East 30th Street	Indianapolis	IN
2465 Destrehan Ave.	Harvey	LA
3450 Peters Road	Harvey	LA
105 Venture Blvd., Terrebonne Parish	Houma	LA
125 Flagship Drive	North Andover	MA
11198 State Hwy. 7	Ratliff City	OK
2013 US Hwy 79 West	Buffalo	TX
14500 Cutten Road, Apartment #3203	Houston	TX
8708 West Little York	Houston	TX
100 Beta Drive, Washington County	Canonsburg	PA
7722 Harms Road	Houston	TX
183 23rd Ave East	Dickinson	ND
3101 Maverick Drive	Kilgore	TX
2951 South Council Road	Oklahoma City	OK
358 West Highland Boulevard	San Angelo	TX
9616 Telge Road	Houston	TX

Owned Properties

103 Venture Blvd	Houma	LA
5870 Poe Ave,	Dayton	OH
2205 E L Anderson Blvd	Claremore	OK
300 & 301 Premier Road	Borger	TX
1801 West 2nd Street	Odessa	TX
2040 Oregon Street	Odessa	TX
6740 & 6750 South 57th West Avenue	Tulsa	OK
10906 FM 2920	Tomball	TX

Schedule 5(c)(ii)
PFT Division Liabilities

A. Except for the Chemineer Business Unit Liabilities (which notwithstanding anything to the contrary set forth in this Statement of Division, shall be solely Liabilities of Chemineer LLC), and except for the Existing PFT Claims, all Liabilities of the Dividing Association directly or indirectly caused by, resulting from, arising out of or related to the PFT Division, the PFT Division Assets or the PFT Business, regardless of whether such Liabilities arose prior to, on or after the Effective Time (the "PFT Division Liabilities").