PLAINTIFF'S EXHIBIT GF-866

EXHIBIT B

CERTIFICATE OF OWNERSHIP

of

AMERICAN I. G. CHEMICAL CORPORATION

Merging

GENERAL ANILINE & FILM CORPORATION

into

AMERICAN I. G. CHEMICAL CORPORATION
(Assuming the name of General Aniline & Film Corporation)

Pursuant to Section 59A of the General Corporation Law

AMERICAN I. G. CHEMICAL CORPORATION, acting under and pursuant to the provisions of Section 59A of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

1. American I. G. Chemical Corporation is a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware, the Certificate of Incorporation of which corporation was filed in the office of the Secretary of State of the State of Delaware on the 26th day of April, 1929. The principal place of business of said corporation in the State of Delaware is located in New Castle County

2. This corporation owns all of the stock of General Aniline & Film Corporation, a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware, the Certificate of Incorporation of which corporation was filed in the office of the Secretary of State of the State of Delaware on the 5th day of June, 1924 under the name of "Grasselli Dyestuff Corporation" and the name of which corporation was changed to "General Aniline Works, Inc." by Certificate of Amendment filed in the office of the Secretary of State of the State of Delaware on the 27th day of February, 1929, and was further changed to "General Aniline & Film Corporation" by Certificate of Amendment filed in the office of the Secretary of State of the State of Delaware on the 30th day of October, 1939. The principal place of business of General Aniline & Film Corporation in the State of Delaware is located in New Castle County.

3. The following Resolution of Merger was duly adopted by the Board of Directors of American I. G. Chemical Corporation at a meeting of the said Board duly called and held on the 30th day of October, 1939, and is now in full force and effect:

WHEREAS, this corporation now owns all the stock of General Aniline & Film Corporation, a corporation organized and existing under the laws of the State of Delaware; and

WHEREAS, this corporation desires to merge such other corporation and to assume all of its obligations and further desires to relinquish its corporate name and assume in place thereof the name of the merged corporation;

NOW, THEREFORE, be it

RESOLVED, that this corporation merge General Aniline & Film Corporation and assume all of its obligations; and

FURTHER RESOLVED, that the President or a Vice President and the Secretary or Treasurer of this corporation be and they hereby are authorized and directed to make and execute a Certificate of Ownership in the name and under the corporate seal of this corporation, setting forth a copy of this resolution to merge said General Aniline & Film Corporation and to assume all of its obligations and the date of the adoption thereof, and to file the said Certificate in the office of the Secretary of State of the State of Delaware, and to record a certified copy of said certificate in the office of the Recorder of Deeds of New Castle County, Delaware, the county in which the principal place of business of this corporation and the principal place of business of said General Aniline & Film Corporation are located; and

FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way requisite or proper for the full and complete accomplishment of the aforesaid merger; and

FURTHER RESOLVED, that this corporation relinquish its corporate name and assume in place thereof the name of the merged corporation, namely, General Aniline & Film Corporation.

IN WITNESS WHEREOF, this Certificate has been signed in the name of American I. G. Chemical Corporation and under its corporate seal by D. A. Schmitz, its President, and W. H. vom Rath, its Secretary, this 30th day of October, 1939.

AMERICAN I. G. CHEMICAL CORPORATION CORPORATE SEAL 1929 DELAWARE

AMERICAN I. G. CHEMICAL CORPORATION

By D. A. Schmitz
President

W. H. vom Rath
Secretary

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

BE IT REMEMBERED, that on this 30th day of October, 1939, personally came before me, Charles R. Maxwell, Jr., a Notary Public in and for the County and State aforesaid, D. A. SCHMITZ, President of AMERICAN I. G. CHEMICAL CORPORATION, a corporation of the State of Delaware, the corporation described in and which executed the foregoing Certificate, known to me personally to be such, and he, the said D. A. Schmitz, as such President, duly executed said Certificate before me and acknowledged the said Certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing Certificate are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said Certificate is the common or corporate seal of said corporation, duly affixed by its authority, and that his act of sealing, executing, acknowledging and delivering the said Certificate was duly authorized by the Board of Directors of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

Charles R. Maxwell Jr.
Notary Public

CHARLES R. MAXWELL, Jr.
NOTARY PUBLIC, New York County
N. Y. Co. Clk's No. [illegible] Reg. No. 1-M-[illegible]
Commission Expires March 30, 1941