

signed
1/18/66

ASSUMPTION AGREEMENT

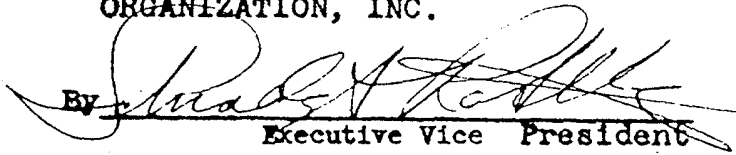
AGREEMENT, dated as of January 1, 1966, by International Lead Zinc Research Organization, Inc. ("ILZRO") with American Zinc Institute, Incorporated and Lead Industries Association, Inc. (the "Transferors").

WHEREAS, pursuant to an Assignment and Transfer, dated as of January 1, 1966, the Transferors are assigning and transferring to ILZRO all of the assets and properties of the Transferors used by the Transferors in carrying on the activities which they have been conducting under the name "International Lead Zinc Research Organization;"

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, ILZRO hereby assumes, and agrees to be responsible for and to perform, discharge and indemnify each of the Transferors against, all contracts, obligations, and liabilities of the Transferors, accrued or contingent, due or not due, existing on the date hereof, which arise or have arisen from the ordinary course of the activities which the Transferors have been conducting under the name "International Lead Zinc Research Organization."

IN WITNESS WHEREOF, ILZRO has caused this Agreement to be duly executed and delivered by its duly authorized officers as of the date first above written.

INTERNATIONAL LEAD ZINC RESEARCH
ORGANIZATION, INC.

By 

Executive Vice President

[Corporate
Seal]

Attest:

LIA01186

Robert L. M... ..

Dated as of January 1, 1966

ASSIGNMENT AND TRANSFER

In consideration of good and valuable consideration received from International Lead Zinc Research Organization, Inc. ("ILZRO"), American Zinc Institute, Incorporated and Lead Industries Association, Inc. (the "Transferors") hereby jointly and severally assign, transfer, convey and deliver to ILZRO, to have and to hold the same for itself, its successors and assigns, forever, all of the assets and properties of the Transferors (of every name, nature and description, real, personal and mixed, tangible and intangible) used by the Transferors in carrying on the activities which they have been jointly conducting under the name "International Lead Zinc Research Organization," including, without limitation:

- (a) cash, bank deposits, bills and accounts receivable, notes, drafts, acceptances, bills of exchange and commercial paper;
- (b) the tangible property listed in Schedule A attached hereto;
- (c) the patents and patent applications listed in Schedule B attached hereto;
- (d) contracts, whether oral or written, franchises, rights, permits, licenses, insurance policies, leases and deposits, choses in action, causes of action, claims and demands; and
- (e) books, records and files;

all free and clear of any mortgage, pledge, lien, conditional sale agreement, encumbrance or charge.

From time to time, at ILZRO's request and without further consideration, each of the Transferors will execute and deliver such further instruments and other documents and will take such other action as ILZRO may reasonably request in order more effectively to assign and transfer to ILZRO the assets and properties assigned and transferred to ILZRO hereunder,

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and will assist ILZRO in the collection or reduction to possession of any of such assets and properties.

IN WITNESS WHEREOF, each of the Transferors has caused this Assignment and Transfer to be duly executed and delivered by its duly authorized officers as of January 1, 1966.

AMERICAN ZINC INSTITUTE, INCORPORATED

By *J. A. Kimberley*
Executive Vice President

[Corporate
Seal]

Attest:

J. A. Kimberley
Asst. Treasurer *SECRETARY*

LEAD INDUSTRIES ASSOCIATION, INC.

By *Simon D. Strauss*
President

[Corporate
Seal]

Attest:

Robert F. Gurnee
Secretary

ROBERT F. GURNEE
NOTARY PUBLIC, STATE OF NEW YORK
NO. 41-1606525 QUALIFIED IN QUEENS CO.
CERT. FILED IN NEW YORK COUNTY
COMMISSION EXPIRES MARCH 30, 1967

STATE OF NEW YORK
COUNTY OF NEW YORK

SWORN TO BEFORE ME
THIS 15 DAY OF Aug, 1966

Robert F. Gurnee
NOTARY PUBLIC

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SCHEDULE A

<u>Item</u>	<u>Description</u>	<u>Number</u>
CHAIRS	Upholstered with arms	10
	Upholstered without arms - movable	1
	Movable without arms	9
	Movable with arms	7
	Stationary without arms	7
	Stationary with arms	8
	High metal without arms	1
	Total	<u>43</u>
COUCHES	Upholstered	1
	Leather	1
		<u>2</u>
DESKS	Wooden Executive	2
	Wooden Conference	1
	Metal Secretarial & Proj. Mgr.	12
	Metal with extension + file cabinets (2 drawers) (2)	1
	Metal with extension + file cabinet (1)	1
	Metal with no drawers	5
		<u>22</u>
CABINETS	Wooden with Drawers	1
	Open with Shelves	5
	Wooden for Slides	1
	Mimeograph	1
	Metal with doors (5 shelves)	2
	Metal with doors (3 shelves)	1
	File Cabinets (extensions of desks above)	3
	File Cabinet (2 drawers)	1
	" " (4 drawers)	21
	" " (5 drawers)	2
		<u>38</u>
SHELVING	Library floor to ceiling	<u>15</u>
Misc. Tables	Typewriter	2
	Wooden (Small)	1
	Coffee Tables	2
		<u>5</u>
MACHINERY	Typewriters	7
	Mimeograph machine	1
	Electric stapler	1
	Addressograph	1
	Postage	1
	Scales	2
	Adding machine	1
	Dictaphones	5

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<u>Item</u>	<u>Description</u>	<u>Number</u>
Machinery	Portable Dictets	3
	Non-portable Dictets	2
	Clock	1
	Total	<u>25</u>
MISC. ITEMS	Lamp	1
	Plants (1 tree, 1 plant)	2
	Bulletin Board	1
	Black Board	1
	Easel	1
	Coat racks	2
	Cordex File	1
	Safe	1
	Sculpture	1

10 Offices and the reception area are carpeted.
 10 Offices have draperies.

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<u>Title</u>	<u>Country</u>	<u>Filing Date</u>	<u>Serial No.</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Owned By</u>
Lead Powder Metallurgy	Canada	9-17-62	858,117			Lead Industries Association, Inc.
Lead Organo/Compounds and Method of Making the Same	U.S.	4-1-63	269,771			Lead Industries Association, Inc.
Lubricating Oil and Additive	U.S.	4-1-63	269,786			Lead Industries Association, Inc.
Galvanizing Process and Apparatus	U.S. Australia Belgium Canada France W. Germany Gt. Britain Italy Japan Sweden	12-1-64 2-3-65 2-4-65 2-7-64 2-6-65 2-4-65 1-29-65 2-3-65 2-6-65 2-5-65	415,122 54618/65 8580 895,136 4656 448,323 4154/65 13/25 6243/65 1505/65	659,276	8-4-65	American Zinc Institute, Incorporated American Zinc Institute, Incorporated " " " " " " " " " "
Process for the Production of Polyurethane Foams	U.S. Australia Belgium Canada France Gt. Britain W. Germany Holland Italy Japan Sweden	9-24-64 10-2-64 10-16-64 10-13-64 10-9-64 10-8-64 9-30-64 10-17-63 9-29-64 10-17-64 9-18-64	399,064 50,048 4,238 913,794 990,843 41,073/64 N25,604 1Vc/39b 299,409 26,290 59071/64 11235/64			Lead Industries Association, Inc. TNO Lead Industries Association, Inc. TNO " " " " " " " " " "

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<u>Title</u>	<u>Country</u>	<u>Filing Date</u>	<u>Serial No.</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Owned By</u>
Organolead Compounds and Polyurethane Foams Produced by the use thereof as Catalysts	U.S. Australia Belgium Canada France W. Germany Gt. Britain Holland Italy Japan Sweden	2-23-65 1-27-65 3-1-65 3-1-65 2-23-65 2-25-65 3-2-65 3-2-64 1-21-65 1-23-65 2-26-65	434,670 54425 9614 924,394 PV 6637 N26278 1Vb 8966/65 64/02097 27584 3256/65 2505/65			Lead Industries Association, Inc. TNO " " Lead Industries Association, Inc. TNO " " " " " " " "
Lead Compounds as Lubricants, and Lubricant	U.S.	Unfiled				
Gas Pore Free Casting	U.S.	Unfiled				
Nickel Plating on Zinc	U.S.	8-19-60	50,607	3,082,156	3-19-63	American Zinc Institute, Incorporated
Zinc Electro-Plating	U.S.	4-24-59	808,555	3,005,759	10-24-61	" "
Zinc Plating	U.S.	9-4-57	681,906	2,905,603	9-22-59	" "

LISTS OF PATENTS AND PATENT APPLICATIONS OWNED BY IIZRO COMPANIES

<u>Title</u>	<u>Country</u>	<u>Filing Date</u>	<u>Serial No.</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Owned By</u>
Organo Zinc Compounds	U.S.	Unfiled				
"	Holland	1-14-65	65/00454			TNO
Lead Powder Metallurgy	U.S.	4-3-61	99,995	3,138,851	6-30-64	Lead Industries Association, Incorporated
Method and Composition for Developing Lithographic Plates	U.S.	6-29-61	120,507	3,166,421	1-19-65	American Zinc Institute, Incorporated
Water-Ink Emulsion Developer	Australia	6-20-62	19,097/62	619,369	12-27-62	"
	Belgium	6-19-62	851,896			"
	Canada	6-26-62	901,917			"
	France	6-28-62	A40548	1,326,241	3-25-63	"
	W. Germany	6-21-62	23904/62	977,676	3-31-65	"
	U.K. Britain	6-25-62	73/100	670,520	10-13-64	"
	Italy	6-29-62	26,792/62			"
	Japan					"
Atomized Lead-Aluminum Alloy Powder Article	U.S.	9-29-61	141,577	3,139,334	6-30-64	Lead Industries Association, Incorporated

<u>Title</u>	<u>Country</u>	<u>Filing Date</u>	<u>Serial No.</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Owned By</u>
Anodizing (Case 1)						
U.S.	U.S.	12-12-63	329, 941	3,011,958	12-5-61	American Zinc Institute,
Belgium	Belgium	1-8-64	39539/64	618,546	6-29-63	"
Canada	Canada	7-1-64	140	605,265	9-13-60	"
Gt. Britain	Gt. Britain	12-18-62	864,808	876,127	3-31-60	"
		1-22-64	961,213			
		1-15-64	C31879	1,380,242		
		12-10-63	48764/63			
		1-17-64	64,00335			
		1-14-64	95/334			
		1-29-64	3967/64			
		1-9-64	223/64			
Anodizing (Case 2)						
U.S.	U.S.	7-13-64	382,346			Cominco
Australia	Australia	7-22-64	47262/64			"
Belgium	Belgium	10-8-64	3935			"
Canada	Canada	5-14-64	902,798	654,143	10-30-64	"
France	France	10-21-64	992,209			"
W. Germany	W. Germany	10-20-64	C34,144			"
Gt. Britain	Gt. Britain	8-4-64	30752/64			"
Holland	Holland	9-11-64	64/10636			"
Italy	Italy	8-29-64	27,913			"
Japan	Japan	9-1-64	49543/64			"
Sweden	Sweden	10-7-64	12045/64			"
Anodizing (Case 3)						