

06-18-1998

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RECEIVED
U.S. DEPARTMENT OF COMMERCE

JUN 8 Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks and the attached original documents or copy thereof

1. Name of conveying party(ies):
Lyondell Petrochemical Company

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: **Equistar Chemicals, LP**

Internal Address:
Street Address: **1221 McKinney, Suite 1600**
City: **Houston** State: **TX** Zip: **77002**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Corporation-State _____
 Other **Delaware Limited Partnership**

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **May 4, 1998**

4. Application number(s)
A. Trademark Application No.(s)

B. Trademark registration No.(s)
543,580

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Attn: IPT Docket Manager-
34th Flr**

**Internal Address:
Liddell, Sapp, Zivley, Hill & LaBoon**

Street Address:
600 Travis Suite 3400

City: **Houston** State: **TX** Zip: **77002-3095**

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) **\$40.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
12-1322 (017448-005)

(DO NOT attach duplicate copy of this page even if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and an attached copy is a true copy of the original document.

JOHN WILSON JONES
Name of Person Signing

John Wilson Jones
Signature

6/4/98
Date

Total number of pages including cover sheet, attachments and document:

5

ASSIGNMENT

WHEREAS, LYONDELL PETROCHEMICAL COMPANY (the "ASSIGNOR") is a corporation duly organized and existing under the laws of Delaware and has a principal place of business at 1221 McKinney Street, Houston, Texas 77010;

WHEREAS, the ASSIGNOR owns certain rights in and to certain registered and unregistered trademarks, trade names, icons and logos and registrations, for the United States of America and other countries foreign thereto;

WHEREAS, EQUISTAR CHEMICALS, LP, is a limited partnership organized under the laws of the state of Delaware, having its principal place of business at 1221 McKinney Street, Houston, Texas 77010 (hereinafter, "ASSIGNEE");

Now, therefore, for good and valuable consideration, receipt of which is acknowledged, the ASSIGNOR has agreed to assign and transfer and does hereby assign and transfer unto ASSIGNEE, its successors and assigns, all of the right, title and interest which ASSIGNOR owns in and to all registered and unregistered trademarks, service marks, certification marks, collective marks, trade names, icons and logos and registrations listed in the **O&P Trademark Schedule** (attached hereto and made a part hereof), of the United States of America and all countries foreign thereto (including the right to apply for Trademark Registrations in foreign countries in its own name and to claim any priority rights for such foreign applications to which such applications are entitled under international conventions, treaties or otherwise), including the good will of the business associated therewith, and including any rights to sue or recover for the infringement or misappropriation thereof, to be held and enjoyed as fully and exclusively as such rights would have been by ASSIGNOR had this assignment and transfer not been made.

The ASSIGNOR does further agree to execute and deliver without further consideration any further applications, assignments and documents, and to perform such other acts as may be deemed necessary by said ASSIGNEE, its successors, assigns, and nominees, fully to secure its interest as aforesaid and to obtain or maintain Trademark Registrations in any and all countries;

And the undersigned do hereby authorize and request the U.S. Commissioner of Patents & Trademarks and the trademark offices of all other countries of the world to issue any and all Trademark Registrations which may be granted upon any of the said applications, to the said ASSIGNEE, as the assignee of the entire interest herein.

In witness whereof, the undersigned has hereunto executed this document on the day and year set forth below.

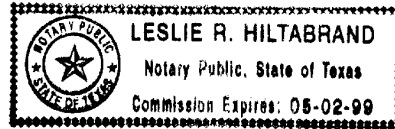
LYONDELL PETROCHEMICAL COMPANY

By: *[Signature]*
Name: Jeffrey R. Pendergraft
Title: Senior Vice President

State of Texas
County of Harris

The foregoing instrument was acknowledged before me the undersigned notary on this 4th day of May, 1998, by Jeffrey R. Pendergraft as the Senior Vice President of LYONDELL PETROCHEMICAL COMPANY, and on behalf thereof. He produced TDL-11123983 as identification.

[Signature]
Notary: _____
Name: _____
Commission Expires: _____
State of Texas
County of Harris



O & P TRADEMARK SCHEDULE

Matter ID	Trademark	Country	Application No.	Filing Date	Registration No./ Renewal No.	Registration Date/ Renewal Date	Status
8567	ISOMPLUS	United States	74/376,490	1993/04/06	1,902,244	1995/06/27	Registered Trademark
8673	KROMAFIL	United States	74/614,256	1994/12/22			Pending Application
8676	KROMASET	United States					Common Law Mark
8902	KROMALUX	United States	74/607,145	1994/12/05			Pending Application
9005	KROMATEX	United States	74/607,146	1994/12/05			Common Law Mark
9121	KROMALON	United States	74/585,696	1994/10/14	1,992,007	1996/08/06	Registered Trademark
9528	ALATHON	United States	71/569,356	1948/11/24	543,580	1951/06/12	Registered Trademark
9529	ALATHON	Algeria	752-85		36,146		Registered Trademark
9530	ALATHON	Argentina	1780762		1.012.973	1981/01/15	Registered Trademark
9531	ALATHON	Australia			A269434	1973/06/19	Registered Trademark
9532	ALATHON	Benelux	75946				Abandoned
9533	ALATHON	Benelux	69301	1990/02/16	474081A2	1990/11/09	Registered Trademark
9534	ALATHON	Brazil	0060135		002749904	1962/09/15	Registered Trademark
9535	ALATHON	Canada	222611	1953/12/24	109/48463	1953/12/24	Registered Trademark
9536	ALATHON	Chile			355.936	1990/06/01	Registered Trademark
9538	ALATHON	China			341534	1989/03/10	Registered Trademark
9539	ALATHON	Columbia	82371				Abandoned
9540	ALATHON	Columbia	98.318228	1990/03/12	166519	1994/07/29	Registered Trademark
9541	ALATHON	Costa Rica					Abandoned
9542	ALATHON	Costa Rica	46783	1990/01/22	74,170	1991/01/21	Registered Trademark
9543	ALATHON	Dominican Republic			21,930	1973/07/26	Registered Trademark
9544	ALATHON	Ecuador	68379	1996/05/07			Pending Application
9545	ALATHON	France	749.893		1.314.627	1985/07/01	Registered Trademark
9546	ALATHON	United Kingdom			809242	1960/08/10	Registered Trademark

Matter ID	Trademark	Country	Application No.	Filing Date	Registration No./ Renewal No.	Registration Date/ Renewal Date	Status
9547	ALATHON	Germany	D11,496	1960/05/11	769,087	1963/01/08	Registered Trademark
9548	ALATHON	Hong Kong			1355/1973	1973/06/25	Registered Trademark
9549	ALATHON	Indonesia					Abandoned
9550	ALATHON	Indonesia	190421	1994/10/20			Pending Application
9551	ALATHON	Italy		1960/08/20	406,511	1983/12/17	Registered Trademark
9552	ALATHON	Japan		1984/05/29	1,938,334	1987/02/25	Abandoned
9555	ALATHON	South Korea			34572	1973/12/18	Abandoned
9556	ALATHON	Mexico			72331	1952/10/03	Registered Trademark
9557	ALATHON	New Zealand			104621	1973/06/19	Registered Trademark
9558	ALATHON	Norway	70,629	1960/08/11	56808	1991/01/26	Registered Trademark
9559	ALATHON	OAPI (African Union)	70525		20,505	1980/08/02	Registered Trademark
9560	ALATHON	Peru	51948				Abandoned
9561	ALATHON	Peru	166491		86348	1990/07/30	Registered Trademark
9562	ALATHON	El Salvador			90	1978/11/14	Registered Trademark
9563	ALATHON	Sweden	60-2814	1960/08/11	104240	1962/11/09	Registered Trademark
9564	ALATHON	Taiwan			67052	1973/12/01	Registered Trademark
9565	ALATHON	Uruguay			255,095	1952/05/19	Registered Trademark
9567	ALATHON	Russia	37587				Abandoned
9568	ALATHON	Russia	I234I4	1990/06/20	94208	1991/02/25	Registered Trademark
9569	ALATHON	Venezuela	77175-F				Abandoned
9570	ALATHON	Venezuela	9096-90	1990/06/04			Pending Application
9852	CYCLATHON	United States	74/153,646	1991/04/03			Abandoned
10565	EQUISTAR	United States	75/361,344	1997/09/23			Pending Application
10566	ORIZA	United States	75/361,437	1997/09/23			Pending Application
10567	ACTIVA	United States	75/361,766	1997/09/23			Pending Application
	EQUISTARCHEM.COM						Common Law Mark

TRADEMARK