

02-08-1999

Patent and Trademark Office

MKD
2-1-99

TRADEMARK



100959907

To the Honorable Commissioner of Patents and Trademarks:
thereof.

Attachments or copies

1. Name of conveying party(ies):

Dryden Oil Company, Inc.
9300 Pulaski Highway
Baltimore, Maryland 21220

- Individual
- General Partnership
- Corporation-Maryland
- Other: _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: December 24, 1998

2. Name and address of receiving party(ies):

Castrol Heavy Duty Lubricants Inc.
9300 Pulaski Highway
Baltimore, Maryland 21220

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-Maryland
- Other: _____

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) & addresses attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

02/04/1999 SBURNS 00000079 292045

01 FC:481 40.00 OP
02 FC:482 550.00 OP

292,045	595,795	750,770	924,094
1,479,270	1,526,444	1,554,354	1,757,917
1,760,858	1,824,056	1,954,095	1,964,250
1,971,376	1,985,732	2,045,616	2,068,638
2,078,508	2,082,825	2,082,871	2,107,176
2,109,849	2,162,529	2,162,530	

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Herbert D. Hart III
McAndrews, Held & Malloy, Ltd.
Citicorp Center, 34th Floor
500 West Madison Street
Chicago, Illinois 60661

6. Total number of applications and registrations involved: **TWENTY-THREE (23)**

590 E

7. Total fee (37 CFR 3.41): \$ 590.00

- Check attached
- Authorized to be charge to deposit account

8. Deposit account number: 13-0017

(Attach duplicate copy of this page 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 any attached copy is a true copy of the original document.

Signature and Registration Number:

Herbert D. Hart III - 30,063

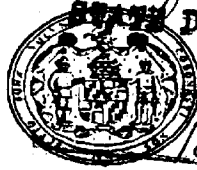
Date: January 26, 1999

Name of Person Signing: Herbert D. Hart III

Total number of pages including cover sheet, attachments and document: 2

State of Maryland
DEPARTMENT OF
ASSESSMENTS AND TAXATION

Charter Division



DEPARTMENT OF ASSESSMENTS AND TAXATION

PARRIS N. GLENDENING Governor

ROLD W. WINEHOLT Director

PAUL B. ANDERSON Administrator

Effective 12/31/98 at 11:59 pm
FOR RECORD 12/24/98 3:14

ARTICLES OF AMENDMENT
(See instructions on previous page)

(1)

(2) Dryden Oil Company, Inc., a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows: Effective at 11:59 p.m., Eastern Standard Time, on December 31, 1998, Article First of the Second Articles of Amendment and Restatement of the Corporation is amended to read as follows:

FIRST: The name of the Corporation is Castrol Heavy Duty Lubricants Inc.

This amendment of the charter of the corporation has been approved by

(4) the directors and shareholders

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

Richard A. Decker
SECRETARY

James Roy Cranford
VICE-PRESIDENT
James Roy Cranford

MAIL TO: STATE DEPARTMENT OF ASSESSMENTS & TAXATION
301 WEST PRESTON STREET, ROOM 809
BALTIMORE, MD 21201
PHONE: 401-767-1350

RECEIVED
DEC 24 PM 3:14
STATE DEPT. OF ASSESSMENTS AND TAXATION

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(MD - 4 - 3/24/98)

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the document on file in this office. DATED: 1-20-99
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
Barbara D. Simpson
Custodian
replaces our previous certification system. Effective: 6/95