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To the Honorable Commissioner of Patents and Trademarks:

...ments or copy thereof.

1. Name of conveying party(ies):

The Standard Oil Company

MR 5-20-99

- Individual(s)
- General Partnership
- Corporation-State of Ohio
- 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

22

Execution Date: May 6, 1999

2. Name and address of receiving party(ies)

Name: Petro-Canada

Internal Address:

Street Address: P.O. Box 2844
150-6th Avenue
Calgary, Alberta
Canada

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Canada
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

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

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

ATTORNEY DOCKET NO.: 5301-

A. Trademark Application No.(s)

tn

B. Trademark Registration No.(s)

743,277
807,148
809,138

Additional numbers attached? Yes No

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

LAFF, WHITESEL, CONTE & SARET, LTD.

ATTORNEYS AT LAW

401 NORTH MICHIGAN AVENUE
CHICAGO, ILLINOIS 60611-4212

Direct Telephone Calls to: Joseph F. Schmidt
at telephone No. (312) 661-2100. Fax (312) 661-0029

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as first-class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on

Date: 5/17/99
TYPED NAME: Dawn Ternig

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 12-0064

(Attach duplicate copy of this page if paying by deposit account)

05/24/1999 DNGUYEN 00000145 743277

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 50.00 OP

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.

Joseph F. Schmidt
Name of Person Signing

Joseph F. Schmidt
Signature

5/17/99
Date

Total number of pages including cover sheet, attachments, and document: 6

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: Petro-Canada)
)
Registration No.: 743,277)
)
Mark: DURON)
)
Issued: January 8, 1963)
)
Docket No.: 5301-)

ASSISTANT COMMISSIONER FOR TRADEMARKS
2900 Crystal Drive
Washington, D.C. 22202


REVOCATION AND SUBSTITUTE POWER OF ATTORNEY

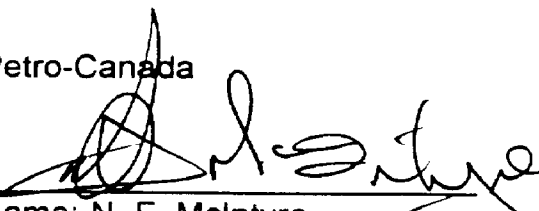
Registrant hereby revokes all previous powers of attorney and hereby appoints Charles A. Laff, J. Warren Whitesel, Larry L. Saret, Martin L. Stern, Louis Altman, Joseph F. Schmidt, Barry W. Sufrin, Marshall W. Sutker, Judith L. Grubner, Kevin C. Trock, William Meunier, G. Peter Albert, Jr., Michael B. Allen, Jr., Lisa C. Childs, Rita A. Abbati, Jeffrey H. Canfield and Brian J. Lum, attorneys at law, duly authorized to practice law in the State of Illinois, with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection with the above-identified Registration, such power to be exercised separately or collectively by said attorneys; and requests that all correspondence from the Patent and Trademark Office concerning this application be addressed to:

JOSEPH F. SCHMIDT, ESQ.
Laff, Whitesel & Saret, Ltd.
401 North Michigan Ave., Suite 1700
Chicago, Illinois 60611

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Applicant hereby appoints Laff, Whitesell & Saret, Ltd. having a place of business at 401 North Michigan Avenue, Suite 1700, Chicago, Illinois 60611, U.S.A. as its domestic representative upon whom notice of process in proceedings affecting the mark may be served.

Petro-Canada

Name: W.R. Twiss
Title: Executive Vice-President and Chief Financial Officer

Petro-Canada

Name: N. F. McIntyre
Title: Executive Vice-President

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited in the United States Postal Service at the post office at Arlington, Virginia, to be addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-4302

TRADEMARK
MAY 17 1969
REEL: 001900 FRAME: 0587

TRADEMARK ASSIGNMENT

WHEREAS, The Standard Oil Company, an Ohio corporation, has adopted and used the trademarks listed in Exhibit A hereto, and owns the U.S. registrations for these marks, also as listed in Exhibit A attached hereto; and

WHEREAS, Petro-Canada, a Canadian corporation, is desirous of acquiring the marks and registrations therefor as listed in Exhibit A;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The Standard Oil Company does hereby assign unto Petro-Canada all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, along with the registrations thereof, as well as any and all common law rights in and to the marks.

THE STANDARD OIL COMPANY

By: *A. B. Pinkert*
Secretary

REB

Sate of Illinois)
)
County of Cook)

On this 6th day of May, 1999, before me appeared Daniel B. Pinkert, the person who signed this instrument, and acknowledged that he signed it as a free act on behalf of the assignor corporation.

Audrey D. Johnson
Notary Public

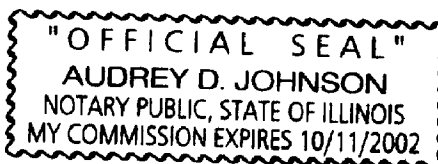


EXHIBIT A

<u>Mark</u>	<u>Registration No.</u>
DURON	743,277
GOLDEN DURON	809,138
GOLDEN DURON & Design	807,148