

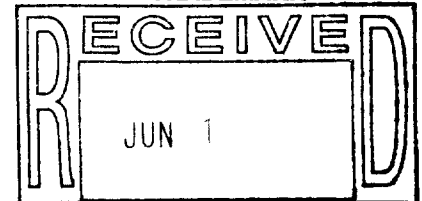
06-04-1999

TRADEMARK

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101056304



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
05 12 1999

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

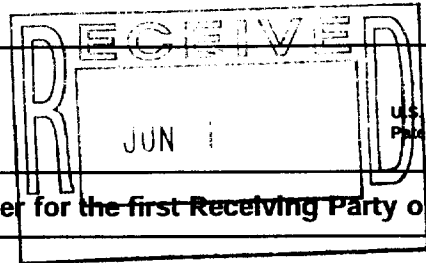
If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

06/04/1999 DMGUYEN 00000028 1258183

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
75.00 OP



Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1258183"/>	<input type="text" value="1238796"/>	<input type="text" value="1761736"/>
<input type="text" value="1842631"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Jane M. Minard

Name of Person Signing

Signature

5/27/99

Date Signed

ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, Marathon Ashland Petroleum LLC, a Delaware limited liability company, owns and has adopted, used and is using the following trademark and service mark registrations:

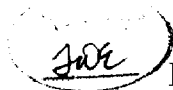
MARK	U.S. REG. NO.	ISSUE DATE	OUR FILE NO.
SCURLOCK OIL CO. & Design	1,258,183	11-22-1983	631
SCURLOCK OIL CO. & Design	1,238,796	05-17-1983	632
SCURLOCK PERMIAN	1,761,736	03-30-1993	633
SCURLOCK PERMIAN	1,842,631	07-05-1994	634

WHEREAS, Scurlock Permian LLC, a Delaware limited liability company of Three Allen Center, 333 Clay Street, Houston, Texas 77002, desires to acquire said marks and the registrations thereof.

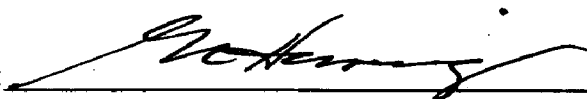
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Marathon Ashland Petroleum LLC does hereby assign and transfer to Scurlock Permian LLC all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above identified registrations thereof.

Dated this 12th day of May, 1999.

MARATHON ASHLAND PETROLEUM LLC



By:



G. R. Heminger, Senior Vice President