

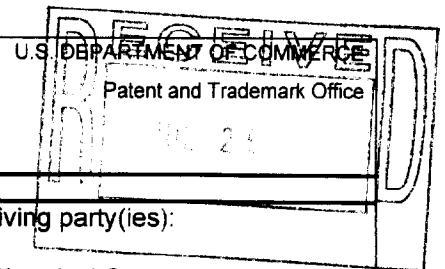
07-27-1999



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MMB 7-26-99

ORDINATION FORM COVER SHEET
TRADEMARKS ONLY



arks. Please record the attached original documents or copy thereof.

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| <p>1. Name of conveying party(ies.)</p> <p>Amoco Chemical Company</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State of Delaware <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies):</p> <p>Name: <u>BP Amoco Chemical Company</u></p> <p>Address: <u>200 E. Randolph Drive</u></p> <p>City: <u>Chicago</u> State: <u>IL</u> ZIP: <u>60601</u></p> <p><input checked="" type="checkbox"/> Corporation-State <u>Delaware</u></p> |
| <p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: <u>April 12, 1999</u></p> | <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |

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

If this document is being filed together with a new application, the execution date of the application is: _____


| | |
|----------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>A. Trademark Application No.(s)</p> | <p>B. Trademark Registration No.(s)</p> <p>(1,455,953 - A Q Design 1,967,373 - DURASYN 980,754 - EPAL 436,150 - INDOPOL 1,507,660 - PANALANE)</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> |
|----------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>BP Amoco Corporation Robert E. Blankenbaker Mail Code 2002B 200 East Randolph Drive Chicago, Illinois 60601-7125</p> | <p>6. Total number of applications and registrations involved: <input type="text" value="9"/></p> <p>7. Total fee (37 CFR 3.41): <u>\$240.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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.

Robert E. Blankenbaker  July 22, 1999

Name of Person Signing Signature Date

07/26/1999 DMSUYEN 00000241 1455953 Total number of pages including cover sheet, attachments and document:

01 FC:481
02 FC:482

40.00 DR
200.00 DR

B. Trademark Registration No.(s) continued:

1,714,840 - PANASOL

1,941,812 - SILKFLO

1,657,768 - ULTRADEL

1,724,862 - ULTRADEL Design

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AMOCO CHEMICAL COMPANY", CHANGING ITS NAME FROM "AMOCO CHEMICAL COMPANY" TO "BP AMOCO CHEMICAL COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF APRIL, A.D. 1999, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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991141431

AUTHENTICATION: 9680819
DATE: 04-12-99

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

AMOCO CHEMICAL COMPANY, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors, by a special meeting of its members, such minutes to be filed with the minutes of the Board, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered FIRST so that, as amended, said Article shall be and read as follows:

FIRST: The name of the corporation is BP AMOCO CHEMICAL COMPANY.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

FIFTH: That this amendment to the Certificate of Incorporation will be effective on the date it is filed with the Secretary of State.

IN WITNESS WHEREOF, said AMOCO CHEMICAL COMPANY has caused its corporate seal to be hereunto affixed and this certificate to be signed by D. A. Plumb, its Secretary, and attested to by D. A. Dowling, its Assistant Secretary, this 12th day of April, 1999.

BY: *D. A. Plumb*
D. A. Plumb, Secretary

ATTEST:
D. A. Dowling
D. A. Dowling, Assistant Secretary

STATE OF ILLINOIS)
)
COUNTY OF COOK) ss.

The undersigned, a Notary Public, do hereby certify that D. A. PLUMB and D. A. DOWLING of the above named AMOCO CHEMICAL COMPANY, personally known to me to be the same persons whose names are subscribed to the foregoing instrument as Secretary and Assistant Secretary, respectively, appeared before me this day in person, and acknowledged that they signed, sealed and delivered the said instrument as the free and voluntary act of said AMOCO CHEMICAL COMPANY, and as their own free and voluntary act as Secretary and Assistant Secretary, respectively, for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 12th day of April, 1999.

"OFFICIAL SEAL"
AUDREY D. JOHNSON
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 10/11/2002

Audrey D. Johnson
Notary Public