

FORM PTO-1594
(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

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07-19-2000



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HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

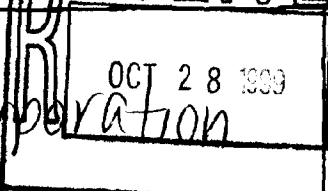
10-28-00

To the Honorable Commissioner of Patents

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Gulf Oil Corporation



2. Name and address of receiving party(ies)

Name: CHEVRON U.S.A. Inc

Internal Address:

Street Address: 575 Market Street

City: San Francisco State: CA ZIP: 94105

☐ Individual(s)☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State Pennsylvania☐ OtherAdditional name(s) of conveying party(ies) attached? ☐ Yes ☐ No

3. Nature of conveyance:

☐ Assignment☒ Merger☐ Security Agreement☐ Change of Name☐ Other

Execution Date: 7/1/1985

☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State California☐ OtherIf 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,112,212

Gulftonic

Additional numbers attached? ☐ Yes ☐ No

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

Name: Chris Gigliotti

Internal Address:

555 Market Street - Room 5200

Street Address:

City: San Francisco State: CA ZIP: 94105

6. Total number of applications and registrations involved: 1

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

☐ Enclosed☒ Authorized to be charged to deposit account

8. Deposit account number:

03-1627

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

07/18/2000 ASCOTT 00000124 031627 1112212

DO NOT USE THIS SPACE

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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.

C.R. FARBER

Name of Person Signing

C.R. Farber

Signature

10/28/99

Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231TRADEMARK
REEL: 002104 FRAME: 0812

149371

85550966

Filed in the Department of State on
the 28th day of JUNE 19 85
William D. Davis
Secretary of the Commonwealth

149371

Articles of Merger
of
Chevron U.S.A. Inc.
(a California corporation)
with and into
Gulf Oil Corporation
(a Pennsylvania corporation)
and including an
Amendment and Restatement
of the
Articles of Incorporation,
as amended, of
Gulf Oil Corporation,
changing its name to
Chevron U.S.A. Inc.
and effecting other charter amendments

TRADE-MARK

REEL 0597 FRAME 854

TRADEMARK

REEL: 002104 FRAME: 0813

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To: The Department of State of the
Commonwealth of Pennsylvania

In compliance with the requirements of section 903 of the Business Corporation Law, Act of May 5, 1933 (P.L. 364) (15 P.S. § 1903), the undersigned corporations, Chevron U.S.A. Inc., a California corporation, and Gulf Oil Corporation, a Pennsylvania corporation, each desiring to effect a merger in which Gulf Oil Corporation is the surviving corporation but changes its name to Chevron U.S.A. Inc. and adopts other charter amendments, do hereby certify that:

1. The name of the corporation surviving the merger is
"GULF OIL CORPORATION"
immediately prior to the merger but
"CHEVRON U.S.A. INC."
thereafter.
2. The surviving corporation is a domestic corporation and the location of its registered office in this Commonwealth is Gulf Building, Seventh Avenue and Grant Street, Pittsburgh, Pennsylvania 15230.
3. The name and location of the registered office of the qualified foreign business corporation which is a party to the plan of merger are as follows:
Chevron U.S.A. Inc.
123 South Broad Street
Philadelphia, Pennsylvania 19109
4. The plan of merger shall be effective at 10:00 A.M. on July 1, 1985.
5. The manner in which the shareholders of the domestic corporation party to the plan of merger adopted the plan of merger was by the affirmative vote of the sole shareholder of such corporation at a meeting held after not less than ten days' notice to such shareholder of such meeting and of its purpose. The plan of merger was enclosed with the notice of such meeting.
6. The plan of merger was authorized, adopted and approved by the foreign corporation party to the plan of merger in accordance with the laws of the jurisdiction in which it was formed.
7. The plan of merger is set forth in Exhibit A, attached hereto and made a part hereof.

IN TESTIMONY WHEREOF, each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer, and its corporate seal, duly attested by another such officer, to be hereunto affixed this 24th day of June, 1985.

GULF OIL CORPORATION

ATTEST:

By

James S. Lee
President

D. W. Mayhew
Secretary

CHEVRON U.S.A. INC.

ATTEST:

By

J. M. S. Lee
President

D. W. Mayhew
Secretary

TRADE-MARK

REEL 0597 FRAME 855

TRADEMARK

REEL: 002104 FRAME: 0814

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Exhibit A

PLAN OF MERGER

1. Effective at 10:00 A.M. July 1, 1985, Chevron U.S.A. Inc., a California corporation (the "Merged Corporation"), shall be merged with and into Gulf Oil Corporation, a Pennsylvania corporation (the "Surviving Corporation"), the separate corporate existence of the Merged Corporation shall cease and, without further act or deed, all the property, real, personal, and mixed and franchises and all debts due on whatever account to the Merged Corporation, including subscriptions to shares and other choses in action belonging to the Merged Corporation, shall be taken and deemed to be transferred to and vested in the Surviving Corporation, which shall thenceforth be responsible for all of the liabilities and obligations of the Merged Corporation as well as of the Surviving Corporation and shall continue to be governed by the provisions of the Business Corporation Law of the Commonwealth of Pennsylvania.

2. Upon the effectiveness of the merger, each of the one hundred (100) outstanding shares of stock of the Surviving Corporation shall be outstanding shares of capital stock of the Surviving Corporation, and each of the seven (7) outstanding shares of common stock of the Merged Corporation shall be converted into six and two-sevenths ($6\frac{2}{7}$) shares of capital stock of the Surviving Corporation, and upon such basis for conversion a certificate representing shares of the Surviving Corporation shall be issued by the Surviving Corporation in exchange for the surrender of each certificate previously issued by the Merged Corporation and representing one or more of its shares.

3. The Articles of Incorporation, as amended, of the Surviving Corporation shall, upon the effectiveness of the merger, be amended and restated in their entirety to read as follows:

"FIRST: The name of the corporation is Chevron U.S.A. Inc.

"SECOND: The current registered office of the corporation is at 123 South Broad Street, Philadelphia, Pennsylvania 19109.

"THIRD: The corporation shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be incorporated under the Business Corporation Law of 1933, as amended.

"FOURTH: The corporation was incorporated under the Act of April 29, 1874, as amended, and exists under the Business Corporation Law of 1933, as amended.

"FIFTH: The term for which the corporation may exist is perpetual.

"SIXTH: The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of capital stock without par value."

4. The By-Laws of the Surviving Corporation immediately prior to the merger shall be the By-Laws of the Surviving Corporation immediately after the merger and shall remain the same until altered or amended in accordance with the provisions thereof and in the manner permitted by law.

5. The Directors of the Merged Corporation immediately prior to the merger shall be the Directors of the Surviving Corporation immediately after the merger.

6. The Officers of the Merged Corporation immediately prior to the merger shall be the Officers of the Surviving Corporation immediately after the merger and shall hold the offices in the Surviving Corporation corresponding to their offices in the Merged Corporation immediately prior to the merger.

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TRADE-MARK

Commonwealth of Pennsylvania

149371



Department of State

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, Under the provisions of Article IX of the Business Corporation Law (Act of May 5, 1933, P. L. 364), as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF MERGER

evidencing the merger of any one or more domestic corporations, and an one or more foreign corporation into one of such domestic corporation under the provisions of that law:

AND WHEREAS, The stipulations and conditions of that law relating to the merger of such corporations have been fully complied with by CHEVRON U.S.A. INC., a California corporation and GULF OIL CORPORATION, a Pennsylvania corporation.

IT IS THEREFORE, CERTIFIED, That from the Articles of Merger filed with the Department of State, it appears that CHEVRON U.S.A. INC., the California corporation, has been merged into GULF OIL CORPORATION, the Pennsylvania corporation, whose name is changed to CHEVRON U.S.A. INC.

THEREFORE, KNOW YE, That subject to the Constitution of this Commonwealth, and under authority of the Business Corporation Law, I DO BY THESE PRESENTS, which I have caused to be sealed with the Great Seal of the Commonwealth, hereby declare that the Pennsylvania corporation shall be the surviving corporation, under the name, style, and title of

CHEVRON U.S.A. INC.

whose Articles are therein restated in their entirety, and henceforth shall not include any prior documents and which shall continue to be invested with and have and enjoy all the powers, privileges and franchises incident to a domestic business corporation, and subject to all the duties, requirements and restrictions specified and enjoined in and the Business Corporation Law and all other applicable laws of this Commonwealth.

GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg this 28th day of June in the year of our Lord one thousand nine hundred and eighty-five and of the Commonwealth the two hundred and ninth.

Effective: July 1, 1985 10:00 A.M.

William P. Davis
Secretary of the Commonwealth

pjd

TRADE-MARK

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TRADEMARK

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Commonwealth of Pennsylvania

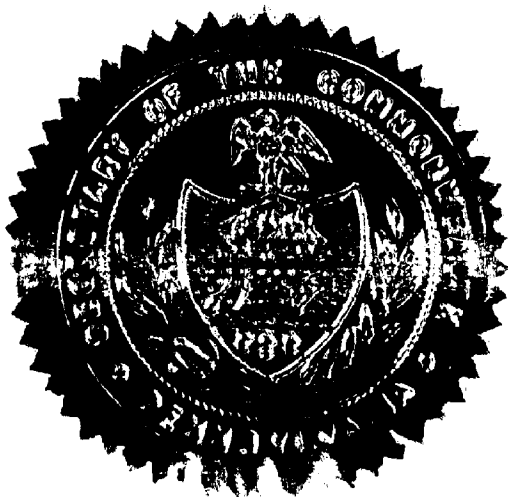


June 3, 1987

To All to Whom These Presents Shall Come: Greeting:

IN RE: 'Gulf Oil Corporation' now
"CHEVRON U.S.A. INC."

I, James J. Haggerty, Secretary of the Commonwealth of the
Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a
true and correct photocopy of Articles of Merger including Amended and
Restated Articles of Incorporation in their entirety and Certificate
which appear of record in this Department.



IN TESTIMONY WHEREOF, I have hereunto set
my hand and caused the seal of the Secretary's
Office to be affixed, the day and year above
written.

James J. Haggerty

Secretary of the Commonwealth

TRADE-MARK

RECORDED
PATENT & TRADE-MARK OFFICE

MAR 25 1988

REEL 0597 FRAME 858