

5/29/01



To the Honorable Commissioner of Patents

101737374

3 original documents or copy thereof.

1. Name of conveying party(ies):

SHELL OIL COMPANY

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

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

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

Name SHELL PETROLEUM INC.

Internal Address: P.O. BOX 2463 OSP 4794

Street Address: 910 LOUISIANA ST.

City: HOUSTON State: TX Zip: 77002

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State DELAWARE
- 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) Yes No

3. Nature of conveyance:

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

Execution Date: 30 March 2001

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

A. Trademark Application No.(s)

	1633684	1637655
B. Trademark registration No.(s)	1637656	1647187

Additional numbers attached? Yes No

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

Name: Kim Muller, Senior Counsel

Internal Address: P.O. BOX 2463

OSP 4794

Street Address: 910 LOUISIANA ST.

City: HOUSTON State: TX Zip: 77002

6. Total number of applications and Registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

191800

(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.

KIM MULLER

Name of person Signing

Kimberly L. Muller

Signature

22 May 2001

Date

Total number of pages comprising cover sheet: 10

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, Shell Oil Company ("Assignor") with an address of One Shell Plaza, Houston, Texas 77002, has agreed, subject to the rights of others, to assign all of its interest in the trademarks as shown in Exhibit A ("Trademarks"), including all common law rights and certificates of registration consistent therewith to Shell Petroleum Incorporated ("Assignee") having an address at P. O. Box 8985, Wilmington, Delaware 19899; and


WHEREAS, Shell Petroleum Incorporated, desires to accept the assignment of the Trademarks and all rights and obligations pursuant thereto; and

NOW, THEREFORE, for good and valuable consideration, Shell Oil Company, as Assignor, hereby assigns to Shell Petroleum Incorporated, as Assignee, all rights, title, and interest together with the good will associated therewith in and to the said Trademarks. This assignment shall be effective March 30, 2001.

SHELL OIL COMPANY

SHELL PETROLEUM INCORPORATED

By:  N.J. Caruso

By:  N.J. Caruso

Title: Vice President - Finance
and Chief Financial Officer

Title: Treasurer and Controller

Date: March 26, 2001

Date: March 26, 2001

EXHIBIT A

CaseNumber	Country	Status	RegNumber	RegDate	AppNumber	FileDate	TrademarkName
00006	USNY	Registered	R26686	9/26/91			SHELL
00007	US	Registered	287372	9/22/31	71312533	3/25/31	SHELL DESIGN (ASPHALT)
00968	US	Registered	1702186	7/21/92	74118252	11/26/90	PECTEN DESIGN
01307B	US	Registered	2203648	11/17/98	75284317	4/30/97	MISCELLANEOUS DESIGN [J JAVA]
01652	US	Registered	2268679	8/10/99	75461253	4/3/98	SHELL FLEET SERVICES
01659	US	Registered	2268681	8/10/99	75461664	4/3/98	SHELL FLEET SERVICES AND DESIGN
01661B	US	Registered	2344235	4/18/00	75725967	6/8/99	KMSOLUTIONS
01664	US	Registered	2255743	6/22/99	75522734	7/21/98	THE FAST AND EASY WAY TO PAMPER AND PROTECT
01671	US	Registered	2306103	1/4/00	75591098	11/12/98	THE SHELL BOOK OF SAVINGS
01672	US	Registered	2359540	6/20/00	75591099	11/12/98	SHELL TRAVEL NETWORK
01706	US	Registered	2290133	11/2/99	75541327	8/24/98	FORMULA FINISH
01766	US	Registered	2318464	2/15/00	75567078	10/5/98	SHELL FLEET CARD
01767	US	Registered	2287977	10/19/99	75567077	10/5/98	SHELL FLEET PLUS
01776	US	Pending		4/18/00	78018328	7/25/00	FORMULASHELL
01785	US	Registered	2343492	4/18/00	75722505	6/9/99	CARADOL
01791	US	Registered	2364425	7/4/00	75742586	7/2/99	KILLER CHILLER
01795	US	Registered	2302122	12/21/99	75588160	11/13/98	THE SHELL POLL
01813	US	Pending		1/16/01	75629489	1/28/99	FORMULA FINISH
01818	US	Registered	2420682	1/16/01	75696300	5/3/99	VEHICLEMINDER
01854	US	Registered	2423030	1/23/01	75798033	9/10/99	GADINIA
01858	US	Registered	2395572	10/17/00	75794183	9/8/99	SHELL HOUSTON OPEN AND DESIGN
01894	US	Pending		4/18/00	75799412	9/9/99	MAKING ENERGY EASY
01932	US	Registered	2343631	4/18/00	75744230	7/6/99	KILLER CHILLER AND DESIGN
01947	US	Pending			75925328	2/9/00	AEROSHELL
02076	US	Pending			78043477	1/17/01	BLUGRAF
02094	US	Pending			78025067	9/8/00	ENVIRONMENTAL DESIGN
02095	US	Pending			78025066	9/8/00	PERFORMANCE DESIGN
02096	US	Pending			78025068	9/8/00	PROTECTION DESIGN
02130	US	Pending			78043480	1/17/01	BLUEGRAF DESIGN

02131	US	Pending							78043477	1/17/01	BLUEGRAF
02135	US	Pending							78049728	2/22/01	SELECT DESIGN
02137	US	Pending							78049715	2/22/01	SHELL SELECT DESIGN
02138	US	Pending							78049714	2/22/01	SHELL SELECT EXPRESS DESIGN
02155	US	Pending								3/9/01	IT'S NOT OIL IT'S A SECURITY SYSTEM
00001A	US	Registered	74007		6/8/09			039503		12/23/08	SHELL WITHIN PECTEN DESIGN
00001B	US	Registered	98112		7/7/14			71076833		3/23/14	SHELL PECTEN DESIGN
00006	USRI	Registered	91918		9/6/91						SHELL
00006	USTN	Registered	22700962		9/9/91						SHELL
00006	USSD	Registered			9/9/91						SHELL
00006	USSC	Registered			8/23/91						SHELL
00006	USPA	Registered	2043253		8/5/91						SHELL
00006	USNE	Registered			11/14/88						SHELL
00006	USAR	Registered	15491		8/8/91						SHELL
00006	USTX	Registered	51431		12/16/91						SHELL
00006	USOR	Registered	T25608		9/10/91					12/16/91	SHELL
00006	USVT	Registered	6061		9/12/91						SHELL
00006	USVA	Registered	910930		9/30/91						SHELL
00006	USWA	Registered	20853		9/11/91						SHELL
00006	USAK	Registered	2237		8/23/91						SHELL
00006	USWI	Registered			6/27/90						SHELL
00006	USAL	Registered	105026		7/24/91						SHELL
00006	USWY	Registered	268666		9/9/91						SHELL
00006	US	Registered	286178		8/18/31						SHELL
00006	USGA	Registered	T11043		8/14/91					3/21/31	SHELL
00006	USUT	Registered	32630		11/1/91						SHELL
00006	USMO	Registered	11569		8/1/91						SHELL
00006	USIN	Registered	50100874		8/6/91						SHELL
00006	USIL	Registered	69158		9/9/91						SHELL
00006	USAZ	Registered	29765		7/22/91						SHELL
00006	USID	Registered	13375		8/5/91						SHELL
00006	USOK	Registered	24348		8/2/91						SHELL
00006	USKS	Registered			8/5/91						SHELL

00165	US	Registered	641273	2/12/57	72013389	8/3/56	NAUTILUS
00167	US	Registered	641275	2/12/57	72113391	8/3/56	OMALA
00170	US	Registered	641278	2/12/57	72013394	8/3/56	ALEXIA
00173	USCA	Pending	16968	11/27/90		10/2/98	ROTELLA
00173	USMN	Registered		11/14/88			ROTELLA
00173	USNE	Registered		6/27/90			SHELL ROTELLA
00173	USWI	Registered		9/10/57	72023576	1/31/57	ROTELLA
00208	US	Registered	651388	11/19/57	72013785	8/10/56	VALVATA
00213	US	Registered	654614	12/24/57	72023580	1/31/57	CYCLO SOL
00216	US	Registered	655992	8/30/60	72090709	2/10/60	SHELL TURBO
00231	US	Registered	703449	4/25/61	72100728	7/12/60	SHELLFLEX
00239	US	Registered	714288	4/2/63	72144546	5/14/62	SHELL
00260	US	Registered	747425	4/2/63	72144547	5/14/62	CARDURA
00261	US	Registered	747426	4/2/63	72144547		SHELLFROTH
00292	US	Registered	778662	10/20/64	72183859	12/31/63	OXITOL
00294	US	Registered	781918	12/22/64	72183860	12/31/63	DIOXITOL
00307	US	Registered	794291	8/17/65	72205107	10/29/64	SHELLSOLVE
00311	US	Registered	795810	9/14/65	72196204	6/22/64	VV
00317	US	Registered	814245	9/6/66	72211936	2/12/65	NEODOL
00329	US	Registered	1295331	9/18/84	73423865	4/11/83	NEOFLEX
00330	US	Registered	852113	7/9/68	72261760	12/30/66	SHELL
00335B	US	Registered	1267609	2/21/84	73405394	12/9/82	TIARA
00349B	US	Pending			78052181	3/9/01	V.S.I.
00369	US	Registered	966072	8/14/73	72421987	4/20/72	SHELL
00391	US	Registered	1028125	12/23/75	73019801	7/1/74	AUTO CARE (AND DESIGN)
00399	US	Registered	1045682	8/10/76	73055084	6/13/75	NEODENE
00404	US	Registered	1118685	5/22/79	73162024	3/13/78	SHELL EASY CARE
00501	US	Registered	1354798	8/20/85	73300636	3/10/81	DURAFLEX
00526	US	Registered	1297335	9/25/84	73442582	9/6/83	SU 2000
00527	US	Registered	1295529	9/18/84	73442581	9/6/83	RU 2000
00559	US	Registered	1448077	7/21/87	73624362	10/2/86	SR 2000
00560	US	Registered	1542140	6/6/89	73737869	7/1/88	CARILON
00566	US	Registered	1583942	2/20/90	73685899	9/23/87	YOU MAKE THE DIFFERENCE
00567	US	Registered	1554125	8/29/89	73706543	1/13/88	SULFEROX

00568	US	Registered	1508824	10/18/88	73711551	2/16/88	OSSAGOL
00609	US	Registered	1551569	8/15/89	73763365	11/14/88	SUPER 2000
00620	US	Registered	1514216	11/29/88	73726537	5/5/88	SHELLVIS
00674	USNE	Registered	910930	11/14/88		10/31/88	ROTELLA T
00731	USVA	Registered		9/30/91			PECTEN SEASHELL DESIGN
00731	USDE	Registered		8/5/91			PECTEN SEASHELL DESIGN
00731	US	Registered	1598095	5/29/90	73781875	2/21/89	PECTEN SEASHELL DESIGN
00731	USAL	Registered	105027	7/22/91			PECTEN SEASHELL DESIGN
00731	USAK	Registered	2237	8/23/91			PECTEN SEASHELL DESIGN
00731	USAZ	Registered	029766	7/22/91			PECTEN SEASHELL DESIGN
00731	USAR	Registered	15591	8/8/91			PECTEN SEASHELL DESIGN
00731	USCA	Registered	93973	4/14/91			PECTEN SEASHELL DESIGN
00731	USCO	Registered	911056528	7/22/91			PECTEN SEASHELL DESIGN
00731	USCT	Registered	8374	9/10/91			PECTEN SEASHELL DESIGN
00731	USSD	Registered	190717	9/9/91			PECTEN SEASHELL DESIGN
00731	USNY	Registered	R26685	9/26/91			PECTEN SEASHELL DESIGN
00731	USNC	Registered	9015	8/20/90			PECTEN SEASHELL DESIGN
00731	USND	Registered	7248800	8/23/91			PECTEN SEASHELL DESIGN
00731	USOH	Registered	TM13515	8/2/91			PECTEN SEASHELL DESIGN
00731	USOK	Registered	24349	8/2/91			PECTEN SEASHELL DESIGN
00731	USOR	Registered	T25609	9/10/91			PECTEN SEASHELL DESIGN
00731	USPA	Registered	2043252	8/5/91			PECTEN SEASHELL DESIGN
00731	USNM	Registered	TK91080508	8/5/91			PECTEN SEASHELL DESIGN
00731	USSC	Registered	91012173	8/23/91			PECTEN SEASHELL DESIGN
00731	USWV	Registered		10/1/91			PECTEN SEASHELL DESIGN
00731	USTN	Registered	22700959	9/9/91			PECTEN SEASHELL DESIGN
00731	USTX	Registered	51350	10/28/91		10/28/91	PECTEN SEASHELL DESIGN
00731	USVT	Registered	6062	9/12/91			PECTEN SEASHELL DESIGN
00731	USWA	Registered	20852	9/9/91			PECTEN SEASHELL DESIGN
00731	USWI	Registered		8/7/91			PECTEN SEASHELL DESIGN
00731	USFL	Registered	T15067	10/1/91			PECTEN SEASHELL DESIGN
00731	USUT	Registered	32631	11/1/91			PECTEN SEASHELL DESIGN
00731	USMT	Registered	16611	8/5/91			PECTEN SEASHELL DESIGN
00731	USRI	Registered	91919	9/6/91			PECTEN SEASHELL DESIGN

00731	USIA	Registered	11905	8/5/91	PECTEN SEASHELL DESIGN
00731	USWY	Registered	268667	9/9/91	PECTEN SEASHELL DESIGN
00731	USHI	Registered	134412	9/13/91	PECTEN SEASHELL DESIGN
00731	USNJ	Registered	9983	8/8/91	PECTEN SEASHELL DESIGN
00731	USGA	Registered	T11044	8/14/91	PECTEN SEASHELL DESIGN
00731	USIL	Registered	69159	9/9/91	PECTEN SEASHELL DESIGN
00731	USID	Registered	13376	8/5/91	PECTEN SEASHELL DESIGN
00731	USIN	Registered	50100873	8/6/91	PECTEN SEASHELL DESIGN
00731	USKS	Registered	9885	8/5/91	PECTEN SEASHELL DESIGN
00731	USKY	Registered	492269	9/10/91	PECTEN SEASHELL DESIGN
00731	USLA	Registered	19917353	8/2/91	PECTEN SEASHELL DESIGN
00731	USMD	Registered	45799	8/5/91	PECTEN SEASHELL DESIGN
00731	USMA	Registered	M84076	8/14/91	PECTEN SEASHELL DESIGN
00731	USMI	Registered	18032	3/2/92	PECTEN SEASHELL DESIGN
00731	USMN	Registered	11570	8/7/91	PECTEN SEASHELL DESIGN
00731	USMS	Registered	19920024M	8/23/91	PECTEN SEASHELL DESIGN
00731	USMO	Registered	52320	8/1/91	PECTEN SEASHELL DESIGN
00744	USME	Registered	1633632	8/1/91	PECTEN SEASHELL DESIGN
00748A	USNH	Registered	2428125	8/7/91	PECTEN SEASHELL DESIGN
00749	USNV	Registered	1660108	8/5/91	PECTEN SEASHELL DESIGN
00779	USNE	Registered	1619958	8/6/91	PECTEN SEASHELL DESIGN
00780	US	Registered	1619869	8/2/91	PECTEN SEASHELL DESIGN
00783	US	Registered	1619956	2/5/91	CARILOY
00784	US	Registered	1647187	2/5/91	FARTHER DOWN THE ROAD
00786	US	Registered	1620089	2/13/01	ROTELLA ROADLINE
00787	US	Registered	1619957	10/8/91	PECTEN SEASHELL DESIGN
00791	US	Registered	1633684	10/30/90	PECTEN SEASHELL DESIGN
00792B	US	Registered	2234141	10/30/90	PECTEN SEASHELL DESIGN
00793	US	Registered	1627187	6/11/91	PECTEN SEASHELL DESIGN
00795	US	Registered	1626654	10/30/90	PECTEN SEASHELL DESIGN
				10/30/90	SHELL
				2/5/91	SHELL
				3/23/99	S-849
				12/11/90	ROTELLA T
				12/11/90	ROTELLA T

00796	US	Registered	1627310	12/11/90	74040140	3/19/90	ROTELLA T
00797	US	Registered	1627186	12/11/90	74039377	3/19/90	ROTELLA T
00798	US	Registered	1626668	12/11/90	74050335	4/18/90	ROTELLA T
00800	US	Registered	1637655	3/12/91	74039400	3/19/90	ROTELLA T
00802	US	Registered	1626947	12/11/90	74040135	3/19/90	ROTELLA T
00804	US	Registered	1627289	12/11/90	74040139	3/19/90	ROTELLA T
00807	US	Registered	1627141	12/11/90	74040146	3/19/90	ROTELLA T
00809	US	Registered	1630055	1/1/91	74042852	3/19/90	SHELL
00810	US	Registered	1637656	3/12/91	74039816	3/19/90	ROTELLA T
00814B	US	Registered	2234140	3/23/99	75441407	2/26/98	S-879
00845	US	Registered	1674746	2/11/92	74066325	6/6/90	XLA
00884	US	Registered	1676465	2/25/92	74125463	12/21/90	PECTEN SEASHELL DESIGN
00885B	US	Registered	2013185	11/5/96	74655639	4/3/95	ETD & FACE DESIGN
00904	US	Registered	1664506	11/12/91	74056728	5/7/90	ETD
00928	US	Registered	1685625	5/5/92	74115033	11/13/90	LUBRILINK DESIGN
00929	US	Registered	1712311	9/1/92	74115028	11/13/90	PECTEN SEASHELL DESIGN
00949	US	Registered	1661239	10/15/91	74096051	9/10/90	ETD DESIGN
00967	US	Registered	1696546	6/23/92	74115031	11/13/90	LUBRILINK
00970	US	Registered	1662170	10/29/91	74098306	9/17/90	PECTEN SEASHELL DESIGN
00971	US	Registered	1657964	9/24/91	74100409	9/21/90	SHELL
00972	US	Registered	1663096	11/5/91	74100408	9/21/90	SHELL
00973	US	Registered	1652113	7/30/91	74090783	8/24/90	SHELL
00976	US	Registered	1760932	3/30/93	74162780	5/2/91	SHELL DRUMS DESIGN
00979	US	Registered	1661404	10/22/91	74098307	9/17/90	SHELLTRANS
00986	US	Registered	1742658	12/29/92	74115030	11/13/90	ALBIDA
00999	US	Registered	1757836	3/16/93	74289603	6/29/92	NONATELL
01001	US	Registered	1683561	4/21/92	74168309	5/20/91	SUPER DUTY
01007	US	Registered	1991219	8/6/96	74708784	7/31/95	RETINAX
01030	US	Registered	1739392	12/15/92	74265104	4/13/92	SHELL TIVELA
01039	US	Registered	1716511	9/15/92	74216676	10/28/91	PECTEN SEASHELL DESIGN
01062	US	Registered	1764977	4/13/93	74246557	2/3/92	Q & DESIGN
01070	US	Registered	1742664	12/29/92	74269886	4/27/92	AEROSHELL
01079	US	Registered	1720747	9/29/92	74246109	2/13/92	SHELL
01096	US	Registered	1757919	3/16/93	74280167	6/1/92	TORCULA

01105	US	Registered	1760294	3/23/93	74291154	7/6/92	SHELL
01106	US	Registered	1760295	3/23/93	74291338	7/6/92	PECTEN SEASHELL DESIGN
01133	US	Registered	1784522	7/27/93	74314849	9/18/92	LUBRILINK
01185	US	Registered	1848477	8/9/94	74391700	5/17/93	FORMULASHELL
01186	US	Registered	1857449	10/11/94	74396146	6/1/93	FORMULASHELL & DESIGN
01220	US	Registered	1851266	8/30/94	74443117	10/1/93	SPIRAX S
01221	US	Registered	1851265	8/30/94	74443116	10/1/93	DENTAX S
01222B	US	Registered	1950878	1/23/96	74614652	12/23/94	CNG & DESIGN WITH PECTEN
01254	US	Registered	1985031	7/9/96	74569581	9/2/94	SHELL'S WONDERFUL WORLD OF...
01279	US	Registered	2039060	2/18/97	75087796	4/15/96	NEODOX
01311	US	Registered	1952883	1/30/96	74615576	12/27/94	WEATHERPRO
01316	US	Registered	2057175	4/29/97	75088398	4/15/96	SHELL BLENDPRO
01329B	US	Registered	2225400	2/23/99	75367248	10/2/97	ETD - FOODMART AND DESIGN
01384	US	Registered	1989092	7/23/96	74556278	8/2/94	KILLER CHILLER
01411B	US	Registered	2169632	6/30/98	75313867	6/24/97	CYPAR
01457B	US	Registered	2272092	8/24/99	75507950	6/24/98	CYLUBE
01471	US	Registered	2097454	9/16/97	75159803	9/3/96	SHELL FLEET FUELER & DESIGN
01477	US	Registered	2099237	9/23/97	75159802	9/3/96	SHELL FLEET FUELER
01494	US	Registered	2117674	12/2/97	75159239	9/3/96	ETD FOOD MART & DESIGN
01514	US	Registered	2152597	4/21/98	75316866	6/30/97	FORMULA FINISH AND DESIGN
01515	US	Registered	2152598	4/21/98	75316867	6/30/97	FORMULA FINISH
01544A	US	Registered	2397608	10/24/00	75784207	8/25/99	SHELL SMART PUMP
01577	US	Registered	2374135	8/8/00	75284316	4/30/97	JUMPIN' JAVA
01578	US	Pending	1983002	6/25/96	75284318	4/30/97	JUMPIN' JAVA AND DESIGN
01605	US	Registered	2198391	10/20/98	74558082	8/8/94	KILLER CHILLER (BEVERAGES)
01635	US	Registered	2287825	10/19/99	75368928	10/6/97	SHELL FLEET
01790	US	Registered			75549055	9/8/98	THE VERY FIBER OF PERFORMANCE