

FORM PTO-1618A
Expires 06/30/99
OMB 0851-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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
9/26/01

Conveying Party

Mark if additional names of conveying parties attached

Name Ultramar Diamond Shamrock Corporation

Execution Date
Month Day Year
9/26/01

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Ultramar Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 6000 N. Loop 1604 W.

Address (line 2) _____

Address (line 3) San Antonio

Texas

78249-1112

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Nevada

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0851-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0851-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
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U.S. Department of Commerce
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TRADEMARK

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
Facsimile Number

210/592-4426
210/592-2202

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" value="1666957"/>	<input type="text" value="1237957"/>	<input type="text" value="2132400"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1624228"/>	<input type="text" value="1870783"/>	<input type="text" value="1620566"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1237956"/>	<input type="text" value="1673643"/>	<input type="text" value="1596814"/>

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.

J. L. Bass

Name of Person Signing



Signature

September 26, 2001

Date Signed

Trademark Registration Numbers (continued)

1237955

1398853


ASSIGNMENT OF REGISTRATION

WHEREAS, ULTRAMAR DIAMOND SHAMROCK CORPORATION, a Delaware corporation ("Assignor") with an address of 6000 N. Loop 1604 W., San Antonio, Bexar County, Texas, has adopted, used and is using the marks referenced in Schedule A attached hereto, which are registered in the United States Patent and Trademark Office;

WHEREAS, ULTRAMAR INC., a Nevada corporation ("Assignee"), with an address of 6000 N. Loop 1604 W., San Antonio, Bexar County, Texas, is desirous of acquiring said marks and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration thereof.

ULTRAMAR DIAMOND SHAMROCK CORPORATION



By: _____
Don Thurmond, Vice President

Date: September 26, 2001

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Beacon	1666957	12/3/1991
Design only (Eagle)	1237957	5/17/1983
Design only (Eagle)	2132400	1/27/1998
Design only (Eagle)	1624228	11/20/1990
Ultraquick	1870783	12/27/1994
Golden Eagle	1620566	10/30/1990
Ultramar	1237956	5/17/1983
Ultramar	1673643	1/28/1992
Ultramar	1596814	5/15/1990
Ultramar & Design (Eagle)	1237955	5/17/1983
Ultramart	1398853	6/24/1986