

09-14-2001

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): El Paso Energy Corporation <i>MP/10/01</i></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) Name: <u>El Paso Corporation</u> Internal Address: _____</p> <p>Street Address: <u>1001 Louisiana</u> City <u>Houston</u> State: <u>Texas</u> Zip: <u>77002</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <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>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance: <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: _____</p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Attachment 1</p>	<p>B. Trademark Registration No.(s) Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Paul C. Van Slyke</u> Internal Address: _____ <u>3400 Chase Tower</u> Street Address: <u>600 Travis</u> City: <u>Houston</u> State: <u>TX</u> Zip: <u>77002</u></p>	<p>6. Total number of applications and registrations involved: 5</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>140.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>12-1322</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Patricia Paquet *Patricia Paquet* 9-5-01
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

09/13/2001 TDIAZ1 00000061 76079803

01 FC:481 40.00 DP
02 FC:482 100.00 DP

TRADEMARK
REEL: 002366 FRAME: 0075

ATTACHMENT /
(5 MARKS)

SERIAL #	MARK
76/079,803	EL PASO CORPORATION
76/078,988	EL PASO CORPORATION
76/079,045	EL PASO CORPORATION
76/079,859	EL PASO CORPORATION
76/079,866	EL PASO CORPORATION

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"EL PASO CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "EL PASO ENERGY CORPORATION" UNDER THE NAME OF "EL PASO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF FEBRUARY, A.D. 2001, AT 4 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF FEBRUARY, A.D. 2001, AT 12:01 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0956623

2884676 8100M

010058609

DATE: 02-05-01

TRADEMARK

REEL: 002366 FRAME: 0077

CERTIFICATE OF OWNERSHIP AND MERGER

merging

EL PASO CORPORATION

with and into

EL PASO ENERGY CORPORATION

Pursuant to Section 253 of the General Corporation Law of the State of Delaware.

El Paso Energy Corporation, a Delaware corporation (the "Company"), for the purpose of merging El Paso Corporation, a Delaware corporation (the "Subsidiary") with and into the Company, does hereby certify as follows:

FIRST: That the name and state of incorporation of each constituent corporation of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
El Paso Corporation	Delaware
El Paso Energy Corporation	Delaware

SECOND: That the Company owns all of the outstanding shares of each class of the capital stock of the Subsidiary.

THIRD: That the Company, by the resolutions adopted by the Company's Board of Directors on the 24th day of January 2001 and attached hereto as Exhibit A, determined to merge into itself the Subsidiary on the conditions set forth in such resolutions.

FOURTH: That this Certificate of Ownership and Merger and the merger contemplated hereby shall be effective at 12:01 a.m., on February 7, 2001 (the "Effective Time").

FIFTH: That at the Effective Time in accordance with Section 253(b) of the General Corporation Law of the State of Delaware, Article 1. of the Certificate of Incorporation of the Company shall be amended to read in its entirety as follows:

"ARTICLE 1. NAME

The name of this corporation is EL PASO CORPORATION."

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 02/05/2001
010058609 - 2884676

IN WITNESS WHEREOF, said El Paso Energy Corporation, has caused this certificate to be signed by the duly authorized undersigned officer this 5th day of February 2001.

EL PASO ENERGY CORPORATION

By: David L. Siddall
David L. Siddall
Vice President