

FACSIMILE OF FORM PTO-1595

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

TRADEMARKS ONLY

PATENT AND TRADEMARK OFFICE

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</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 (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: El Paso Corporation. Address: P. O. Box 2511 Houston, Texas 77252-2511</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation of the 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 type="checkbox"/> No</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</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: February 5, 2001</p>	

4. Application number(s) or registration numbers(s):	
A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	2,074,089
Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Locke Liddell & Sapp LLP Internal Address: Attn: Patricia Paquet Street Address: 600 Travis St., Suite 3400 City: Houston State: TX Zip: 77002</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 C.F.R. 3.41)..... \$ 40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account (any deficiency in enclosed fees) <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 12-1322 (Attv Dkt: 000736-00638) (DO NOT attach duplicate copy of this page even 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.

PATRICIA PAQUET *Patricia Paquet* 9-19-03
Name of Person Signing Signature Date

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

CH \$40.00 121322 2074089

State of Delaware
Office of the Secretary of State

PAGE 1

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.



2884676 8100M

010058609

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0956623

DATE: 02/07/01 TRADEMARK

REEL: 002719 FRAME: 0656

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

01 13:32 FAX 713 420 4099 CORP. LAW DEPT.

004/006

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