



UNITED STATES PATENT AND TRADEMARK OFFICE

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Electronic Trademark Assignment System **eTAS**

PTO-1594 (Rev. 10/02)
OMB No. 0691-0027 (Exp. 6/30/2008)

Recordation Form Cover Sheet
(Trademarks only)

Validate

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TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Total Petroleum, Inc.		04/29/1998	CORPORATION: MICHIGAN

RECEIVING PARTY DATA	
Name:	TPI Petroleum, Inc.
Composed Of:	COMPOSED OF Certificate of Amendment to the Articles of Incorporation
Street Address:	One Valero Place
Internal Address:	5th Floor, Commercial Law Department
City:	San Antonio
State/Country:	TEXAS
Postal Code:	78212-3186
Entity Type:	CORPORATION: MICHIGAN

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark

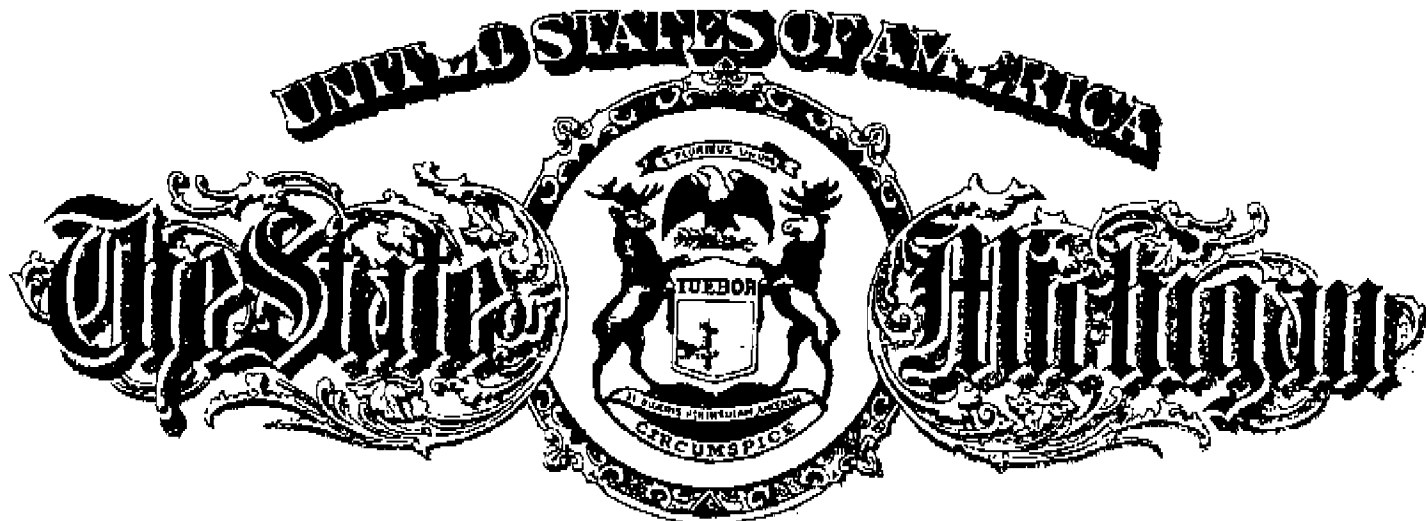
OP \$40.00 0968917

Registration Number:	0968917	ROAD RUNNER
CORRESPONDENCE DATA		
Fax Number:	(210)370-5889	
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	210-370-5881	
Email:	nancy.pccler@valero.com	
Correspondent Name:	Eliot G. Bowytz, Commercial Counsel	
Address Line 1:	One Valero Place	
Address Line 2:	5th Floor, Commercial Law Department	
Address Line 4:	San Antonio, TEXAS 78212-3186	
NAME OF SUBMITTER:	Nancy Peeler	
Total Attachments: 3 source=TPIPetroleum#page1.tif source=TPIPetroleum#page2.tif source=TPIPetroleum#page3.tif		

Fee calculated, according to USPTO FY2003 fee table				
Description	Fee code	Fee code amount	Quantity	Fee
Recording trademark assignment, agreement or other paper, first mark per document	8521	40.00	1	\$40.00
Total				\$40.00

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09/22/2003 11:35 AM EDT



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 29th day of April, 1998.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau

TRADEMARK

CAS 515 (Rev 8/96)

MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU		
Received APR 29 1998		(FOR BUREAU USE ONLY) FILED APR 29 1998 Administrator MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU
Name PH. 517-663-2525 Ref # 82653 Attn: Cheryl J. Bixby Ac MICHIGAN RUNNER SERVICE P.O. Box 266 Cit Eaton Rapids, MI. 48827-0266		EFFECTIVE DATE:

Document will be returned to the name and address you enter above

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION
 For use by Domestic Profit Corporations
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

The present name of the corporation is: Total Petroleum, Inc.

2. The identification number assigned by the Bureau is: 052-722

3. The location of its registered office is:
 c/o The Corporation Company
 30600 Telegraph Road, Bingham Farms, Michigan 48025
 (Street Address) (City) (ZIP Code)

4. Article I of the Articles of Incorporation is hereby amended to read as follows:
 The name of the corporation is TPI Petroleum, Inc.

[Handwritten Signature]

(MICHIGAN SEAL APPEARS ONLY ON ORIGINAL)

TRADEMARK

REEL: 002719 FRAME: 0757

5. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____

, 19_____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, 19_____.

(Signature) (Signature)
(Type or Print Name) (Type or Print Name)
(Signature) (Signature)
(Type or Print Name) (Type or Print Name)

9. (For profit corporations, and for nonprofit corporations whose articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 17th day of April, 19 98 by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting. The necessary votes were cast in favor of the amendment.
by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
[X] by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.

Signed this 20th day of April, 19 98

By [Signature] (Signature of President, Vice-President, Chairperson, Vice-Chairperson)

Timothy J. Fretthold Executive Vice President
(Type or Print Name) (Type or Print Title)

TPI PETROLEUM, INC.
A Part of the Valero Family of Companies
One Valero Place
San Antonio, Texas 78212
Post Office Box 500
San Antonio, Texas 78292-0500

FACSIMILE TRANSMITTAL

Date: September 22, 2003
To: Assignment Division
USPTO
Fax No.: 703-306-5995
From: Nancy Peeler, Legal Assistant
Telephone: 210-370-5881
Facsimile: 210-370-5889
No. of Pages to Follow: 6
Re: Registration No. 0968917 - ROAD RUNNER
CHANGE OF NAME

CONFIDENTIALITY NOTE

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If you do not receive all pages, please call Nancy Peeler at (210) 370-5881

RECORDED: 09/22/2003

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REEL: 002719 FRAME: 0759