

06-17-2003



MAY 19 2003

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

102475286 RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

LubeCon Systems, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Castrol Industrial North America Internal Mail Code 5 East Inc. Address:

Street Address: 4101 Winfield Road City: Warrenville State: IL Zip: 60555

- 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) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 30, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,053,182 2,543,437

Additional number(s) attached Yes No

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

Name: Donald C. Knapp, Jr.

Internal Address: Mail Code 5 East

Street Address: 4101 Winfield Road

City: Warrenville State: IL Zip: 60555

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Donald C, Knapp, Jr.

Name of Person Signing

Signature

5/14/2003

Date

Total number of pages including cover sheet, attachments, and document: 5

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

06/16/2003 6TOM11

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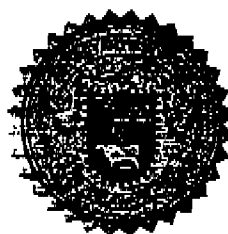
Delaware

PAGE 1

The First 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 MERGER, WHICH MERGES:

"LUBECON SYSTEMS, INC", A MICHIGAN CORPORATION,
WITH AND INTO "CASTROL INDUSTRIAL NORTH AMERICA INC." UNDER THE NAME OF "CASTROL INDUSTRIAL NORTH AMERICA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2002, AT 12:30 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2182405 8100M

AUTHENTICATION: 2215000

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DATE: 01-21-03
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CT SYSTEM

STATE OF DELAWARE
SECRETARY OF STATE P.02
DIVISION OF CORPORATIONS
FILED 12:30 PM 12/30/2002
020806431 - 2182405

CERTIFICATE OF MERGER
OF
LUBECON SYSTEMS, INC.
INTO
CASTROL INDUSTRIAL NORTH AMERICA INC.

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware.

DOES HEREBY CERTIFY:

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

NAME	STATE OF INCORPORATION
LubeCon Systems, Inc.	Michigan
Castrol Industrial North America Inc.	Delaware

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Castrol Industrial North America Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Castrol Industrial North America Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 1001 West 31st Street, Downers Grove, IL 60515.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

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SEVENTH: The authorized capital stock of each foreign corporation, which is a party to the merger, is as follows:

Corporation	Class	Number of Shares	Par value per share or statement that shares are without par value
LubeCon Systems, Inc.	Common	1,000	\$1.00

Dated: December 23, 2002

Castrol Industrial North America Inc.

By 

 D.B. Pinkert, Vice President