

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lubecon Systems, Inc.		12/23/2002	CORPORATION: MICHIGAN

RECEIVING PARTY DATA	
Name:	Castrol Industrial North America Inc.
Street Address:	4101 Winfield Road
City:	Warrenville
State/Country:	ILLINOIS
Postal Code:	60555
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	1143684	LUBECON
Registration Number:	1122077	LUBECON
Registration Number:	1099987	LUBECON

CORRESPONDENCE DATA	
Fax Number:	(630)821-3383
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(630) 821-2461
Email:	bellinpm@bp.com
Correspondent Name:	Donald C. Knapp, Jr.
Address Line 1:	4101 Winfield Road
Address Line 2:	Mail Code 5 East
Address Line 4:	Warrenville, ILLINOIS 60555

NAME OF SUBMITTER:	Donald C. Knapp, Jr.
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Total Attachments: 3 source=lubecon-cina#page1.tif source=lubecon-cina1#page1.tif source=lubecon-cina2#page1.tif

OP \$90.00 1143684

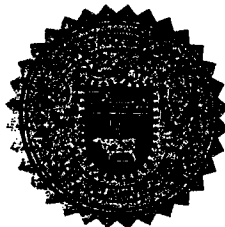
Delaware

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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

030041017

DATE: 01-21-03

TRADEMARK

REEL: 002816 FRAME: 0804

**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.

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 
 O.B. Pinkert, Vice President