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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:  
Koch Fuels, Inc.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State Delaware  
 Other \_\_\_\_\_

Additional name of conveying party attached?     Yes     No

2. Name and address of receiving party:  
Name: Koch Refining Company, L.P.  
Internal Address: \_\_\_\_\_  
Street Address: 4111 East 37<sup>th</sup> Street North  
City: Wichita                      State: Kansas                      Zip: 67220

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership Delaware  
 Corporation-State \_\_\_\_\_  
 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 & address attached?     Yes     No

3. Nature of conveyance:  
 Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: December 12, 1995

4. Application number or registration number:  
A. Trademark Application No.  
N/A

Additional number(s) attached     Yes     No

B. Trademark Registration Nos.  
1,310,044      1,313,416

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Susan W. Bell  
Internal Address: Sfinson Morrison Hecker LLP  
Street Address: 1201 Walnut, Suite 2800  
City: Kansas City    State: Missouri    Zip: 64106-2150

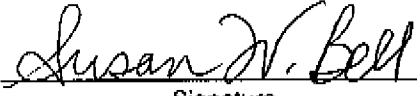
6. Total number of applications and registrations involved: ..... 2

7. Total fee (37 CFR 3.41)..... \$ \$65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
19-4409  
(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.*

Susan W. Bell                                            6/18/04  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:  
Mail Stop Assignment Recordation Services  
Director of the United States Patent and Trademark Office  
P.O. Box 1460, Alexandria, VA 22313-1460

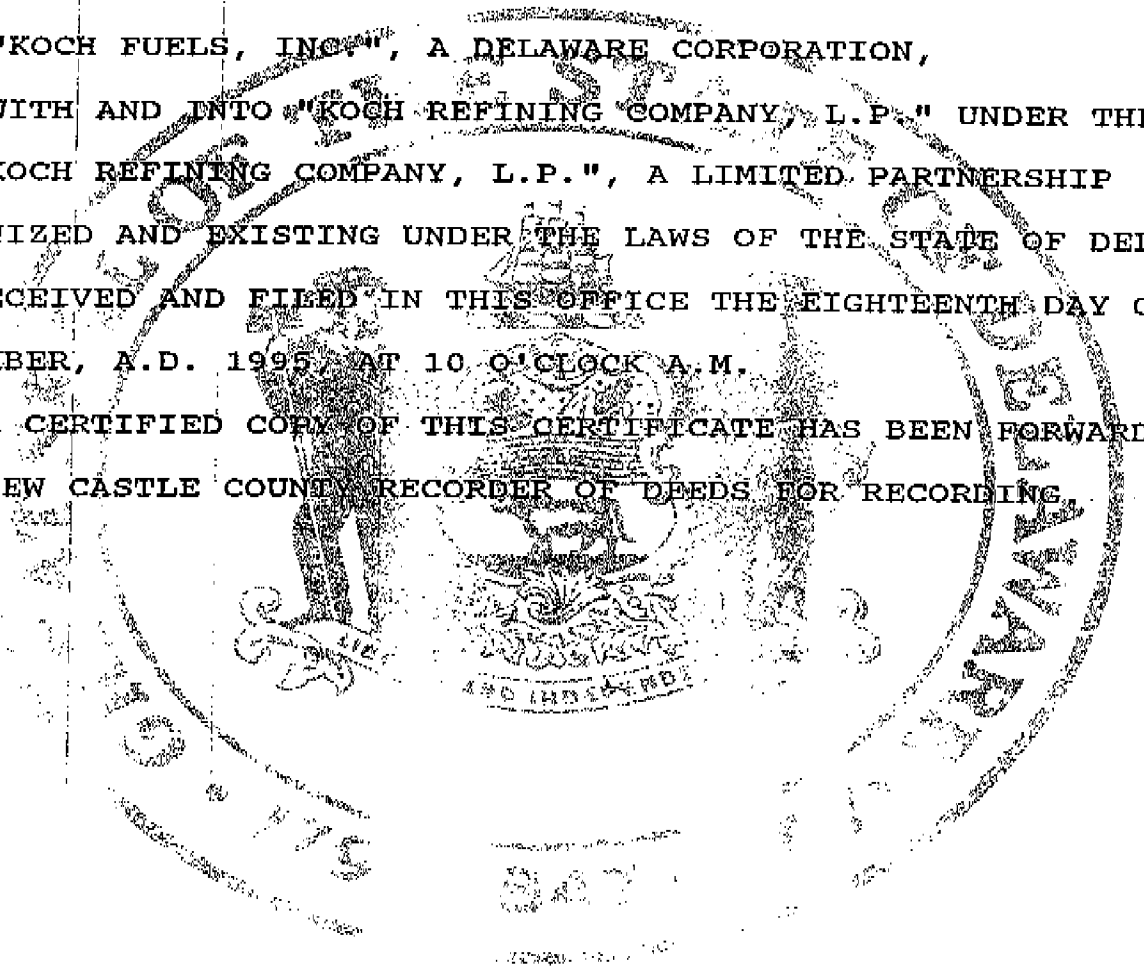
CH \$65.00 194409 1310044

State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"KOCH FUELS, INC.", A DELAWARE CORPORATION, WITH AND INTO "KOCH REFINING COMPANY, L.P." UNDER THE NAME OF "KOCH REFINING COMPANY, L.P.", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 1995, AT 10 O'CLOCK A.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

2489807 8100M

950297348

AUTHENTICATION:

7755391

DATE:

TRADEMARK

REEL: 002873 FRAME: 0570

**CERTIFICATE OF MERGER**

Pursuant to the provisions of Section 263(c) of the Delaware General Corporation Law, for the purposes of merging Koch Fuels, Inc., a Delaware corporation, with and into Koch Refining Company, L.P., a Delaware limited partnership, the undersigned hereby certifies as follows:

1. Name and Domicile of Constituent Entities:


Name	State of Domicile
Koch Fuels, Inc.	Delaware corporation
Koch Refining Company, L.P.	Delaware limited partnership

2. Surviving Entity. The name of the surviving entity is Koch Refining Company, L.P.

3. An Agreement of Merger, to be effective on December 31, 1995 at 11:59 p.m., setting out the terms of the merger has been approved by the board of directors and the sole shareholder of Koch Fuels, Inc. and by all of the partners of Koch Refining Company, L.P. and has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with subsection 263(c) of the Delaware General Corporation Law. An executed copy of the Agreement of Merger is on file at the principal place of business of the surviving entity, Koch Refining Company, L.P. at 4111 East 37th Street North, Wichita, Kansas 67220. A copy of the Agreement of Merger will be furnished to any stockholder or partner of the constituent entities, without cost, upon request to Koch Refining Company, L.P. at the address indicated above.

KOCH REFINING COMPANY, L.P., a Delaware limited partnership

By: KRC/GP, INC., its general partner

By: 

Name: Donald L. Cordes  
Title: Vice President

**MERGER AGREEMENT**

Agreement made December 12, 1995, between Koch Fuels, Inc., a corporation organized and existing under the laws of the State of Delaware, having its principal office and place of business at 4111 East 37th Street North, City of Wichita, County of Sedgwick, State of Kansas, and Koch Refining Company, L.P., a limited partnership organized and existing under the laws of the State of Delaware, having its principal office and place of business at 4111 East 37th Street North, City of Wichita, County of Sedgwick, State of Kansas.

**RECITALS**

**SECTION ONE**

**KOCH REFINING COMPANY, L.P. TO BE SURVIVING CORPORATION**

At the Effective Time (as defined below), Koch Fuels, Inc. shall be merged into Koch Refining Company, L.P. and the corporate existence of Koch Fuels, Inc., a corporation, shall cease and the business of Koch Fuels, Inc., a Delaware corporation, shall continue under the name of Koch Refining Company, L.P. (sometimes referred to herein as the "Surviving Entity") and the Surviving Entity shall, pursuant to Section 17-211 of the Delaware Limited Partnership Act, become the owner, without other transfer, of all the rights and property of the constituent entities and shall assume, be liable for and become subject to all the debts and liabilities of the constituent entities in the same manner as if the surviving entity had itself incurred them.

**SECTION TWO  
PRINCIPAL OFFICE**

The principal office of the Surviving Entity shall remain its principal office following this merger.

**SECTION THREE  
OBJECTS AND PURPOSES**

The nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on by the Surviving Entity following the merger, are as follows: To engage in purchasing, selling and trading crude oil, petroleum refined products and other things and comodities and to conduct any other lawful activity that the general partner of the Surviving Entity deems advisable.

**SECTION FOUR  
PARTNERS**

The partners of Koch Refining Company, L.P. immediately prior to the Effective Time (as defined below) will be the partners of the Surviving Entity from and after the merger.

**SECTION FIVE  
METHOD OF CONVERTING SHARES**

At the Effective Time (as defined below), (a) each share of capital stock of Koch Fuels, Inc. issued and outstanding or issued and held in Koch Fuels, Inc.'s treasury, without any action on the part of the respective holders thereof, will be canceled and retired and will not be converted into partnership interests in the Surviving Entity, and no payment will be made with respect thereto, and (b) each partnership interest in Koch Refining Company, L.P. will be converted into and become a partnership interest in the Surviving Entity, which thereafter will constitute all the partnership interests in the Surviving Entity.

**SECTION SIX  
DIVIDENDS PRIOR TO MERGER**

Until the Effective Time (as defined below), Koch Fuels, Inc. may pay dividends on its stock at its regular times and rates.

**SECTION SEVEN  
SUBMISSION TO STOCKHOLDERS; EFFECTIVE DATE**

This agreement shall be submitted to the stockholders and partners of the constituent entities in the manner provided by Delaware law. If the required stockholders and partners are in favor of the adoption of this agreement, Koch Fuels, Inc. and Koch Refining Company, L.P. will cause to be filed with the Secretary of State of Delaware a Certificate of Merger, substantially in the form attached hereto as Exhibit A (the "Certificate of Merger"), with such changes as they may deem necessary or desirable to effect the merger in compliance with the Delaware General Corporation Law; provided, however, that prior to filing the Certificate of Merger, Koch Refining Company, L.P. will use its best efforts to obtain all licenses, consents, permits, authorizations, approvals, waivers or orders, including, without limitation, environmental permits (the "Necessary Permits") from, and make all filings, recordings, registrations with and take such other actions in respect of, any federal, state or other governmental or regulatory authority or any other entity (the "Necessary Filings"), as it may deem necessary or desirable to continue the business operations of Koch Fuels, Inc. after the merger. As soon as practicable following the receipt of the Necessary Permits and the completion of the Necessary Filings, or upon such earlier time as Koch Fuels, Inc. and Koch

Refining Company, L.P. may agree (which agreement may be evidenced by the execution and delivery of the Certificate of Merger), Koch Fuels, Inc. and Koch Refining Company, L.P. will cause the Certificate of Merger to be filed with the Secretary of State of the State of Delaware as provided in Section 263(c) of the Delaware General Corporation Law. The merger will become effective at 11:59 p.m. on December 31, 1995 (the "Effective Time").

**SECTION EIGHT  
ABANDONMENT OF MERGER**

Anything to the contrary herein notwithstanding, if the board of directors of Koch Fuels, Inc., a corporation, or the Partners of Koch Refining Company, L.P., should determine, either before or after the meeting of the stockholders or partners of the respective entities called to vote on the adoption or rejection of this agreement of merger, that for any legal, financial, economic, or business reason deemed sufficient by such board or partners it is not in the interest of the entity it represents to consummate the merger, such board of directors or partners may abandon the merger by directing the officers of the corporation or partner to refrain from executing or filing this agreement of merger, and thereupon this agreement shall be void and of no effect.

In witness whereof, the undersigned have executed this agreement on the day and year first above written.

KOCH FUELS, INC.

By: 

Donald L. Cordes  
Vice President

KOCH REFINING COMPANY, L.P.

By: KOCH PETROLEUM CORPORATION  
LIMITED PARTNER

By: 

B. R. Coffey  
Vice President

KRC/GP, INC. - GENERAL PARTNER

By: 

Donald L. Cordes  
Vice President

EXHIBIT A

**CERTIFICATE OF MERGER**

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KOCH REFINING COMPANY, L.P., a  
Delaware limited partnership

By: KRC/GP, INC., its general partner

By:  \_\_\_\_\_ *MLC*

Name: Donald L. Cordes  
Title: Vice President