


TRADEMARK ASSIGNMENT

WHEREAS, Chevron U.S.A. Inc., a State of Pennsylvania corporation, having a principal place of business at 6001 Bollinger Canyon Road, San Ramon, California 94583-2324 ("Assignor") has adopted and owns the Mark CHEVRON & CHEVRON DESIGN, U.S. Trademark Office Serial No. 78/518,040 (the "Mark") in connection with the following goods: bags for travel; athletic bags; fanny packs; brief cases; brief case-type portfolios; luggage tags and garment bags for travel; and

WHEREAS, Chevron Corporation, a State of Delaware corporation, having a principal place of business at 6001 Bollinger Canyon Road, San Ramon, California 94583-2324 ("Assignee") desires to acquire the Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby conveys, transfers and assigns to Assignee, and Assignee accepts, all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, effective as of June 24, 2005.

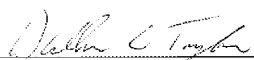
CHEVRON U.S.A. INC.

By:  _____

Name: W. Keith Turner

Title: Assistant Secretary

CHEVRON CORPORATION

By:  _____

Name: Walker C. Taylor

Title: Assistant Secretary

RECORDED: 07/01/2005

**TRADEMARK
REEL: 003115 FRAME: 0343**