

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gulf Oil Limited Partnership		09/27/2005	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	100 Federal Street		
Internal Address:	MA5-100-11-02		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2284495	A NAME YOU KNOW. A NAME YOU CAN TRUST.	
Registration Number:	1647838	ADVENT 21	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8339		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	919 286-8049		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	017625.3136NTGULFOILCLE		
NAME OF SUBMITTER:	Charles L. Evans		

OP \$65.00 2284495

900035999

TRADEMARK
REEL: 003193 FRAME: 0907

Signature:

/Charles L. Evans/

Date:

11/14/2005

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of September 27, 2005 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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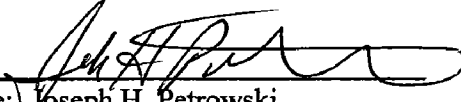
SEE SCHEDULE 1 ATTACHED HERETO

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GULF OIL LIMITED PARTNERSHIP
a Delaware limited partnership

By: Gulf Acquisition LLC, its General Partner

By: 
Name: Joseph H. Petrowski
Title: President, CEO and Manager

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: _____
Title: _____

GULF OIL LIMITED PARTNERSHIP
GOLP TRADEMARK NOTICE

TRADEMARK
REEL: 003193 FRAME: 0910

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GULF OIL LIMITED PARTNERSHIP
a Delaware limited partnership

By: Gulf Acquisition LLC, its General Partner

By: _____
Name: Joseph H. Petrowski
Title: President, CEO and Manager

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Madeline A. Ferrari
Name: Madeline A. Ferrari
Title: Vice President

GULF OIL LIMITED PARTNERSHIP
GOLP TRADEMARK NOTICE

**Gulf Oil Limited Partnership
Delaware Partnership**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
A NAME YOU KNOW. A NAME YOU CAN TRUST.	2284495	10/12/99
ADVENT 21 and Design	1647838	6/18/91

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