

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Valero Refining and Marketing Company		05/10/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Valero Marketing and Supply Company
Street Address:	One Valero Way
Internal Address:	Commercial Law Dept.
City:	San Antonio
State/Country:	TEXAS
Postal Code:	78249-1112
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	78503439	A TURN FOR THE BETTER
Serial Number:	78968691	V CORNERSTORE
Serial Number:	78876225	THE ENERGY TO TAKE YOU ANYWHERE
Registration Number:	3182496	V
Registration Number:	2927757	V VALERO
Registration Number:	2755473	JAVALERO
Registration Number:	2686366	JAVALERO
Registration Number:	2656973	VALERO V
Registration Number:	2656971	VALERO

CORRESPONDENCE DATA

Fax Number: (210)370-4881
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

OP \$240.00 78503439

Phone: 210-345-5881
Email: nancy.peeler@valero.com
Correspondent Name: Eliot G. Bowytz
Address Line 1: One Valero Way
Address Line 2: Commercial Law Dept.
Address Line 4: San Antonio, TEXAS 78249-1112

ATTORNEY DOCKET NUMBER:	VRMC TO VMSC
NAME OF SUBMITTER:	Nancy Peeler, Legal Assistant
Signature:	/np/
Date:	05/24/2007

Total Attachments: 2

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ASSIGNMENT OF TRADEMARKS AND ACCOMPANYING GOODWILL

This Assignment of Trademarks and Accompanying Goodwill is entered into between **VALERO REFINING AND MARKETING COMPANY**, a Delaware corporation (“Assignor”) and **VALERO MARKETING AND SUPPLY COMPANY**, a Delaware corporation (“Assignee”).

WHEREAS, Assignor is the owner of various trademarks which are registered or pending registration with the United States Patent and Trademark Office, more fully set forth on the attached Schedule “A”, and all rights appurtenant thereto (hereinafter the “Trademarks”);

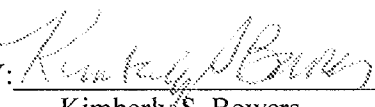
WHEREAS, Assignee is desirous of acquiring all of the right, title and interest in and to Assignor’s Trademarks;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee, all of Assignor’s right, title and interest in and to the Trademarks, together with the goodwill of the business connected with the use of and symbolized by said mark, and together with any and all interests, claims and rights for damages and profits by reason of past infringement or unauthorized use of the mark, false designations of origin, unfair competition, deceptive trade practices, dilution or other misappropriation related to the Trademarks, use of confusingly similar marks or names by others and all other related causes of action and the right to use therefor.

IN WITNESS WHEREOF the parties hereto have caused this instrument to be duly executed to take effect as of the 10th day of May, 2007.

ASSIGNOR:

VALERO REFINING AND MARKETING COMPANY

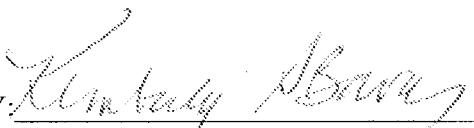

BY:  
Kimberly S. Bowers

Title Senior Vice President and
General Counsel

ACKNOWLEDGED AND ACCEPTED:

ASSIGNEE:

VALERO MARKETING AND SUPPLY COMPANY

BY:  
Kimberly S. Bowers

Title Senior Vice President and
General Counsel

SCHEDULE "A"

United States Registrations

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
V & Design	RN 3182496	December 12, 2006
V VALERO & Design	RN 2927757	February 22, 2005
JAVALERO & Design	RN 2755473	August 26, 2003
JAVALERO	RN 2686366	February 11, 2003
VALERO V & Design	RN 2656973	December 3, 2002
VALERO	RN 2656971	December 3, 2002

United States Applications

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
A TURN FOR THE BETTER	SN 78503439	October 21, 2004
V CORNERSTORE & Design	SN 78968691	September 7, 2006
THE ENERGY TO TAKE YOU ANYWHERE	SN 78876225	May 4, 2006