

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																					
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY																					
CONVEYING PARTY DATA																						
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Citibank, N.A., as Collateral Agent</td> <td></td> <td>04/30/2010</td> <td>National Association: UNITED STATES</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Citibank, N.A., as Collateral Agent		04/30/2010	National Association: UNITED STATES														
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RECEIVING PARTY DATA																						
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>Lyondell Chemical Company</td> </tr> <tr> <td>Street Address:</td> <td>1221 McKinney</td> </tr> <tr> <td>Internal Address:</td> <td>Suite 700</td> </tr> <tr> <td>City:</td> <td>Houston</td> </tr> <tr> <td>State/Country:</td> <td>TEXAS</td> </tr> <tr> <td>Postal Code:</td> <td>77010</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: DELAWARE</td> </tr> </table>	Name:	Lyondell Chemical Company	Street Address:	1221 McKinney	Internal Address:	Suite 700	City:	Houston	State/Country:	TEXAS	Postal Code:	77010	Entity Type:	CORPORATION: DELAWARE								
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PROPERTY NUMBERS Total: 6																						
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Registration Number:	1471844	POLYMEG																				
Registration Number:	2520539																					
CORRESPONDENCE DATA																						
<p>Fax Number: (202)408-3141</p> <p><i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 800-927-9801 x2348</p> <p>Email: jpaterso@cscinfo.com</p> <p>Correspondent Name: Corporation Service Company</p> <p>Address Line 1: 1090 Vermont Avenue NW, Suite 430</p> <p>Address Line 4: Washington, DISTRICT OF COLUMBIA 20005</p>																						

CH \$165.00 3400194

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TRADEMARK
REEL: 004198 FRAME: 0750

ATTORNEY DOCKET NUMBER:	CITIBANK-LYONDELL-5
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	05/04/2010
Total Attachments: 4 source=5-5-10 Citibank-Lyondell-5#page1.tif source=5-5-10 Citibank-Lyondell-5#page2.tif source=5-5-10 Citibank-Lyondell-5#page3.tif source=5-5-10 Citibank-Lyondell-5#page4.tif	

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Citibank, N.A., as Collateral Agent

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation- State: _____
☒ Other National Association

Citizenship (see guidelines) US-Fed

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) 04/30/2010

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Trademark Release

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: Lyondell Chemical Company

Internal

Address: _____

Street Address: 1221 McKinney, Suite 700

City: Houston

State: Texas

Country: USA Zip: 77010

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☒ Corporation Citizenship US - Delaware
☐ Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule I

Additional sheet(s) attached? ☐ Yes ☒ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: James P. Murphy, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3345

Fax Number: (212) 378-2610

Email Address: jmurphy@cahill.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

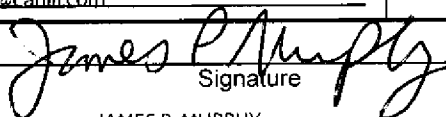
- ☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:


Signature

May 3, 2010

Date

JAMES P. MURPHY

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

RELEASE OF SECURITY INTEREST IN THE RELEASED TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN THE RELEASED TRADEMARKS (this "Release"), made as of April 30, 2010, is granted by Citibank, N.A., in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent") in favor of Lyondell Chemical Company (the "Pledgor").

WHEREAS, Lyondell Chemical Company, Equistar Chemicals, LP, Houston Refining LP, Basell USA Inc., Millennium Chemicals Inc. and Millennium Petrochemicals Inc., (collectively, the "Borrowers"), the other US Guarantors party thereto, Citibank, N.A., as Administrative Agent and Collateral Agent, Citibank, N.A., as Fronting Bank and the other agents and parties thereto have entered into that certain Debtor-In-Possession Credit Agreement dated as of March 3, 2009 (the "Credit Agreement").

WHEREAS, pursuant to the terms and conditions of that certain Trademark Security Agreement, dated as of March 3, 2009 between the Pledgor and the Collateral Agent (the "Security Agreement"; all capitalized terms used but not defined herein shall have the respective meanings ascribed thereto in the Security Agreement), the Pledgor granted to the Collateral Agent a continuing security interest in all of its right, title and interest in and to the Trademark Collateral including, without limitation, the Trademark registrations and applications set forth on Schedule I hereto (collectively, the "Released Trademarks");

WHEREAS, the Security Agreement relating to the Released Trademarks has been recorded with the Assignments Division of the U.S. Patent and Trademark Office on April 9, 2009 at Reel 3967 and Frame 0899; and

WHEREAS, the Pledgor has paid all of its outstanding indebtedness under the Credit Agreement which is secured by the Security Agreement and have requested that the Collateral Agent release its security interest in the Released Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby terminates the Security Agreement, and hereby terminates, cancels, re-pledges, reassigns and releases any and all security interests it has against the Released Trademarks, without warranty or recourse.

If and to the extent the Collateral Agent has acquired any right, title or interest to any of the Released Trademarks, it hereby assigns and transfers such rights, title or interest to the Pledgor. The Collateral Agent shall take all further actions, and provide to the Pledgor and their successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Pledgor to more fully and effectively effectuate the purposes of this Release.

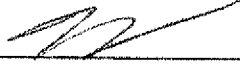
This Release shall be construed in accordance with and governed by the law of the State of New York.

(signature page follows)

[Trademark Release]

IN WITNESS WHEREOF, the Collateral Agent has caused this
Release of Security Interest in the Released Trademarks to be executed and deliv-
ered by its duly authorized officer as of the date first set forth above.

CITIBANK, N.A.,
as Collateral Agent,

By: 
Name: MICHAEL SMOLOW
Title: Vice President

[ABL Trademark Release - Lyondell Chemical Company]

SCHEDULE I
to
RELEASE OF INTEREST IN THE RELEASED TRADEMARKS

LYONDELL CHEMICAL COMPANY

TRADEMARK REGISTRATIONS

Registration No.	Trademark
3400194	ARCTIC SHIELD
2973703	ARCTIC PLUS
2958099	EXPLORE & EXPERIMENT
3046814	LYONDELL
1471844	POLYMEG
2520539	Cube Design