

D:\NICOLE GRAHAM COMPANY:10003 WOODLOCH FOREST DRIVE

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

**07/12/2010**  
**900166731**

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Conversion of Corporation to LLC

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Huntsman Petrochemical Corporation		09/02/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Huntsman Petrochemical LLC
<b>Street Address:</b>	500 Huntsman Way
<b>Internal Address:</b>	Legal Department
<b>City:</b>	Salt Lake City
<b>State/Country:</b>	UTAH
<b>Postal Code:</b>	84108
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2855802	DGA

**CORRESPONDENCE DATA**

Fax Number: (281)719-4045  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 281-719-4803  
 Email: nicole\_graham@huntsman.com  
 Correspondent Name: Nicole Graham  
 Address Line 1: 10003 Woodloch Forest Drive  
 Address Line 2: Legal Department  
 Address Line 4: The Woodlands, TEXAS 77380

<b>NAME OF SUBMITTER:</b>	Nicole Graham
<b>Signature:</b>	/npg/
<b>Date:</b>	07/12/2010

CH \$40.00 2855802

): NICOLE GRAHAM COMPANY: 10003 WOODLOCH FOREST DRIVE

Total Attachments: 1

source=DGA Documentation Statement#page1.tif

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "HUNTSMAN PETROCHEMICAL CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HUNTSMAN PETROCHEMICAL CORPORATION" TO "HUNTSMAN PETROCHEMICAL LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 2009, AT 3:18 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SECOND DAY OF SEPTEMBER, A.D. 2009, AT 11:27 O'CLOCK A.M.



2045750 8100V

090825796

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7510480

DATE: 09-03-09

TRADEMARK  
REEL: 004245 FRAME: 0527

TO BECOME EFFECTIVE AT 11:27 a.m. (Eastern Time) on September 2, 2009.

CERTIFICATE OF CONVERSION

OF

HUNTSMAN PETROCHEMICAL CORPORATION

FROM CORPORATION TO LIMITED LIABILITY COMPANY

Pursuant to the provisions of Section 266 of the Delaware General Corporation Law (the "DGCL") and Section 18-214 of the Delaware Limited Liability Company Act (the "DLLCA"), Huntsman Petrochemical Corporation, a Delaware corporation (the "Converting Entity"), hereby executes this Certificate of Conversion (this "Certificate") for the purpose of converting (the "Conversion") to a limited liability company (the "Company") effective as of the 1<sup>st</sup> day of September, 2009 and, in connection therewith, certifies as follows:

1. The Converting Entity was formed on October 5, 1984 in the State of Delaware under the DGCL.
2. The Converting Entity's name immediately prior to the filing of this Certificate is "Huntsman Petrochemical Corporation" and its current state of incorporation is Delaware.
3. The name of the Company into which the Converting Entity shall be converted is "Huntsman Petrochemical LLC" and the Company shall be formed under the DLLCA.
4. The Conversion of the Converting Entity to the Company has been duly approved and authorized in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the DLLCA.
5. By virtue of the Conversion and without any other action on the part of the Converting Entity, the issued and outstanding capital stock of the Converting Entity shall be converted into common units of the Company on the basis of one (1) common unit for each share of capital stock of any class or series of the Converting Entity.
6. The effective time and date of the Conversion shall be 11:27 a.m. (Eastern Time) on September 2, 2009.

\* \* \* \* \*

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:15 PM 09/01/2009  
FILED 03:18 PM 09/01/2009  
SRV 090825796 - 2045730 FILE

SaltLake-437676 1 0062172-00037

TRADEMARK

REEL: 004245 FRAME: 0528

IN WITNESS WHEREOF, the undersigned hereby executes and delivers this Certificate as of the date first written above.

HUNTSMAN PETROCHEMICAL  
CORPORATION  
a Delaware corporation



---

Name: Sean Douglas  
Title: Vice President and Treasurer

# Delaware

PAGE 2

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "HUNTSMAN PETROCHEMICAL LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 2009, AT 3:18 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE SECOND DAY OF SEPTEMBER, A.D. 2009, AT 11:27 O'CLOCK A.M.



2045750 8100V

090825796

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7510480

DATE: 09-03-09

TRADEMARK

REEL: 004245 FRAME: 0530

TO BECOME EFFECTIVE AT 11:27 a.m. (Eastern Time) on September 2, 2009.


CERTIFICATE OF FORMATION  
OF  
HUNTSMAN PETROCHEMICAL LLC

1. The name of the limited liability company (the "Company") is Huntsman Petrochemical LLC.

2. The address of its registered office in the State of Delaware is 1209 Orange Street, Wilmington, Delaware 19801, and the name of the registered agent at such address is The Corporation Trust Company.

3. To the fullest extent the Delaware Limited Liability Company Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of liability of members; a member shall not be liable to the Company or the other members for monetary damages for conduct as a member. Any amendment to or repeal of this Section 3 shall not adversely affect any right or protection of a member for or with respect to any acts or omissions of such member occurring prior to such amendment or repeal.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the first date written above.

By:   
Name: Sean Douglas  
Title: Vice President and Treasurer

SerialNo-457677.1 0062172-00017

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:15 PM 09/01/2009  
FILED 03:18 PM 09/01/2009  
SRV 090825796 - 2045750 FILE