

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):

Huntsman Petrochemical Corporation

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) 09/02/2009

- Assignment
- Security Agreement
- Other Conversion of Corporation to LLC
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Huntsman Petrochemical LLC

Internal Address: Legal Department

Street Address: 10003 Woodloch Forest Drive

City: The Woodlands

State: Texas

Country: United States Zip: 77380

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other Limited Liability Company Citizenship Delaware

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)

2,439,636

Additional sheet(s) attached? Yes No

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

ULTRAPURE in Class 001

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

Name: Nicole Graham

Internal Address: Legal Department

Street Address: 10003 Woodloch Forest Drive

City: The Woodlands

State: Texas Zip: 77380

Phone Number: 281-719-4803

Fax Number: 281-719-4045

Email Address: nicole_graham@huntsman.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 08-3442

Authorized User Name Amber Collins

9. Signature:

Nicole Graham
Signature

4-12-2011
Date

Nicole Graham

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

CH \$40.00 083442 243963

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7510480

DATE: 09-03-09

TRADEMARK
REEL: 004520 FRAME: 0463

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 1st 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 - 2045750 FILE

BoltLake-457676.1 0062172-00037

TRADEMARK
REEL: 004520 FRAME: 0464

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

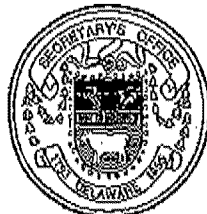
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "HUNTSMAN PETROCHEMICAL LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 2009, AT 3:18 O'CLOCK P.M.

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



Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7510480

DATE: 09-03-09

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

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State of Delaware
Secretary of State
Division of Corporations
Delivered 03:15 PM 09/01/2009
FILED 03:18 PM 09/01/2009
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