TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TPC Group LLC		12/20/2012	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	11th Floor, TX1-492-11-23
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	CORPORATION: DISTRICT OF COLUMBIA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	3996172	P
Registration Number:	4070662	TPC
Serial Number:	85460378	TPC GROUP OXO-D

CH $90.00 3996172

CORRESPONDENCE DATA

Fax Number: 2122305199

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

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Correspondent Name: Terrence G. Boyle c/o Paul Hastings LLP
Address Line 1: 75 East 55th Street
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	78649.00007
NAME OF SUBMITTER:	Terrence G. Boyle

Signature:	/Terrence G. Boyle/
Date:	01/16/2013

Total Attachments: 8
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PATENT AND TRADEMARK SECURITY AGREEMENT

GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS AND PATENTS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, TPC Group LLC, a Texas limited liability company, (the "**Grantor**"), hereby grants, on this 20th day of December 2012, to Bank of America, N.A., as Administrative Agent, with principal offices at 901 Main Street, 11th Floor, TX1-492-11-23, Dallas, TX 75202, (the "**Grantee**"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "**Marks**") set forth on Schedule A attached hereto, (ii) all of the Grantor's right, title and interest in and to the United States patents (the "**Patents**") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) of the Marks and Patents.

THIS GRANT is made to secure the full and prompt performance and payment of all the Secured Obligations (as such term is defined in the Security Agreement described herein). Upon the occurrence of the Termination Date (as defined in the Security Agreement) or as otherwise provided in Section 17 of the Security Agreement, the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantors an instrument in writing releasing the security interest in and re-assigning the Marks and Patents acquired under this Grant to the Grantor.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement among the Grantor, the other assignors party thereto and the Grantee, dated as of December 20, 2012 (as amended, amended and restated or otherwise modified from time to time, the "**Security Agreement**"). The rights and remedies of the Grantee with respect to the security interest granted herein are more fully set forth in the Security Agreement. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[*Signature pages follow*]

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date first written above.

TPC Group LLC, as Grantor

By:_____
Name: Rishi A. Varma
Title: Vice President, General Counsel and Secretary

[Signature Page to Trademark and Patent Security Agreement (ABL)]

BANK OF AMERICA, N.A.,
as Grantee

By: Laura K Wieland
Name: Laura Wieland
Title: Vice President

[Signature Page to Trademark and Patent Security Agreement (ABL)]

Schedule A

U.S. Trademark Registration

Trademark	Trademark Name	Country	Serial No.	Filing Date	Registration No.	Registration Date	Owner
	P	U.S.	85/042,245	5/19/10	3,996,172	7/19/11	TPC Group LLC
TPG	TPC	US	85/316,712	5/10/11	4,070,662	12/13/11	TPC Group LLC
	TPC Group OXO-D	US	85/460/378				TPC Group LLC

Schedule B

Matter No.	Title	Country	Serial No.	Filing Date	Patent No.	Issue Date	Owner
TPC-10-1	Process for Selective Removal of Acetylenes from Gaseous Streams	U.S.	13/332,985 (61/459,978)	12/21/11 (12/22/10)			TPC Group LLC
TPC-10-2	Low Lead Aviation Gasoline Blend	U.S.	09/457,920	12/9/99	6,451,075	9/17/01	TPC Group LLC
TPC-10-3	Process For Producing High Vinylidene Polyisobutylene	U.S.	09/515,790	2/29/00	6,562,913	5/13/03	TPC Group LLC
TPC-10-4	Process For Preparing Polyolefin Products	U.S.	09/665,084 (60/154,263; 60/160,357/ 09/515,790)	9/20/00 (9/1/99; 10/19/99; 2/29/00)	6,525,149	2/25/03	TPC Group LLC
TPC-10-5	Mid-Range Vinylidene Content Polyisobutylene Polymer Product and Process For Producing The Same	U.S.	10/102,279	3/19/02	7,037,999	5/2/06	TPC Group LLC
TPC-10-7	Apparatus and Method for Controlling Olefin Polymerization Process	US	10/922,181	8/19/04	6,992,152	1/31/06	TPC Group LLC
TPC-10-9	Process For Producing High Vinylidene Polyisobutylene	US (cont. of TPC-10-3)	10/334,639	12/31/02	6,683,138	11/9/04	TPC Group LLC
TPC-10-10	Enhanced Polyisobutylene Modified Hot Melt Adhesive Formulation	US	10/409,302	4/8/03	6,930,148	8/16/05	TPC Group LLC
TPC-10-11	Process for Preparing Polyolefin Products	US (cont.of TPC-10-4)	10/208,234	7/30/02	6,884,858	4/26/05	TPC Group LLC
TPC-10-12	Apparatus for Preparing Polyolefin Products and Methodology for Using the Same	US	10/434,805	5/9/03	6,858,188	2/22/05	TPC Group LLC
TPC-10-13	Apparatus for Preparing Polyolefin Products and Methodology for Using the Same	US	10/758,499	1/15/04	6,844,401	1/18/05	TPC Group LLC
TPC-10-14	Apparatus for	US	10/758,168	1/15/04	6,844,400	1/18/05	TPC Group

Matter No.	Title	Country	Serial No.	Filing Date	Patent No.	Issue Date	Owner
	Preparing Polyolefin Products and Methodology for Using the Same	(division of TPC-10-12)					LLC
TPC-10-15	Apparatus for Preparing Polyolefin Products and Methodology for Using the Same	US (division of TPC-10-12)	10/757,748	1/15/04	6,777,506	8/17/04	TPC Group LLC
TPC-10-16	Method for Preparing a Pressure Sensitive Adhesive Formulation Including an Enhanced Polyisobutylene Modifier	US (division of TPC-10-8)	10/893,827	7/19/04	6,982,300	1/3/06	TPC Group LLC
TPC-10-17	Adducts of Mid-range Vinylidene Content Polyisobutylene Polymer Products and Methods For Making Same	US	10/896,792	7/22/04	7,091,285	8/15/06	TPC Group LLC
TPC-10-18	Process For Producing Mid-range Vinylidene Content Polyisobutylene Polymer Products	US (CIP of TPC-10-11 which is a continuation of TPC-10-5)	10/968,630	10/19/04	7,056,990	6/6/06	TPC Group LLC
TPC-10-19	Process for Preparing Polyolefin Products	US (cont. of TPC-10-11)	10/962,920	10/12/04	7,645,847	1/12/10	TPC Group LLC
TPC-10-20	Mid-range Vinylidene Content Polyisobutylene Polymer Product Produced by Liquid Phase Polymerization Process	US (cont.of TPC-10-18)	11/281,746	11/17/05	7,498,396	3/3/09	TPC Group LLC
TPC-10-21	Crude oil Composition Including Dispersant Material for Mitigating Fouling of Process Equipment and	US	11/634,668	12/6/06	7,329,635	2/18/08	TPC Group LLC

Matter No.	Title	Country	Serial No.	Filing Date	Patent No.	Issue Date	Owner
	Method for Mitigating Crude Oil Fouling						
TPC-10-22	Polyisobutylene Production Process With Improved Efficiencies and/or for Forming Products Having Improved Characteristics and Polyisobutylene Products Produces Thereby	US	12/932,837	3/8/11			TPC Group LLC
TPC-10-25	Low Emissions Oxidative Dehydrogenation Process for Producing Butadiene	US	61/617,506	3/29/12			TPC Group LLC
TPC-11-1	Production of Highly Reactive Low Molecular Weight PIB Oligomers	US	13/489,064 (61/520,328)	6/5/12 (6/8/11)			TPC Group LLC
TPC-11-5A	Polyisobutylene Prepared at High Velocity and Circulation Rate	US	61/551,526	10/26/11			TPC Group LLC
TPC-11-5B	Mid-Range Vinylidene Content, High Viscosity Polyisobutylene Polymer	US	61/551,547	10/26/11			
TPC-11-5C	Polyisobutylene Prepared with Low Diluent Content Reaction Medium	US	61/551,576	10/26/11			
TPC-11-8	Improved Controllability Oxidative Dehydrogenation Process for Producing Butadiene (OXO-D)	US	61/617,535	3/29/12			TPC Group LLC
TPC-12-3	Adducts of Low Molecular Weight PIB With Low Polydispersity	US	61/652,378	5/29/12			TPC Group LLC

Matter No.	Title	Country	Serial No.	Filing Date	Patent No.	Issue Date	Owner
	and High Vinylidene Content						