

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM341891

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CST Brands, Inc.		05/18/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	CST Brands Holdings, Inc.		
Street Address:	One Valero Way		
Internal Address:	Bldg. D., Suite 200		
City:	San Antonio		
State/Country:	TEXAS		
Postal Code:	78249		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	85917878	CST	
Serial Number:	85917902	CST	
Serial Number:	85917830	CST BRANDS	
CORRESPONDENCE DATA			
Fax Number:	8323973521		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7139515600		
Email:	JOHN.TANG@STRASBURGER.COM		
Correspondent Name:	John A. Tang/Strasburger & Price, LLP		
Address Line 1:	909 Fannin Street		
Address Line 2:	Suite 2300		
Address Line 4:	Houston, TEXAS 77010		
ATTORNEY DOCKET NUMBER:	29612.1000CB		
NAME OF SUBMITTER:	John A. Tang		
SIGNATURE:	/John A. Tang/		
DATE SIGNED:	05/20/2015		
Total Attachments: 3			

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TRADEMARK ASSIGNMENT

WHEREAS, CST Brands, Inc., a Delaware corporation, with its principal place of business at One Valero Way, Bldg. D., Suite 200, San Antonio, TX 78249, United States of America ("Assignor"), is the owner of trademarks and trademark registrations identified in Exhibit A and the goodwill associated with the trademarks therewith; and any right to recover for past and future infringement thereof and other past and future injury thereto (collectively, "the Trademarks"), and

WHEREAS, CST Brands Holdings, Inc., a Delaware corporation, with its principal place of business at One Valero Way, Bldg. D., Suite 200, San Antonio, TX 78249 ("Assignee"), is desirous of acquiring the entire right, title and interest in and to the Trademarks, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past and future infringement thereof and other past and future injury thereto, all of which Assignor desires to transfer and assign to Assignee;

NOW, THEREFORE, for one dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee, all of Assignor's rights, title, and interest in and to the Trademarks and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past and future infringement thereof and other past and future injury thereto, all of which Assignor desires to transfer and assign to Assignee.

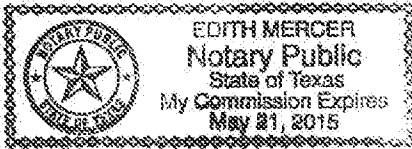
[Signature page follows]

ASSIGNOR

CST BRANDS, INC.

By: *Peter Brodnitz*
Peter Brodnitz, Vice President

Signed and sworn to before me this 18th day of May, 2015.



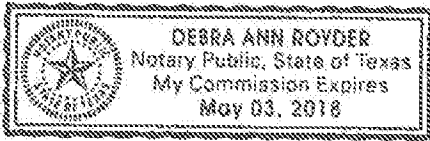
Edith Mercer
Notary Public in and for the State of Texas
Commission expires: May 21 2015

ASSIGNEE

CST BRANDS HOLDINGS, INC.

By: *Gerard J. Sommer*
Gerard J. Sommer, General Counsel


Signed and sworn to before me this 18th day of May, 2015.



Debra A. Royder
Notary Public in and for the State of Texas
Commission expires: May 3, 2018

EXHIBIT A

Trademarks

Mark (Country/State)	Filing Date	Serial No.	U.S. Reg. Date	U.S. Reg. No.	(Class) Goods/Services
 (United States)	4/29/2013	85917878	1/6/2015	4668215	(35) Retail store services, namely, featuring gasoline and diesel fuel and convenience store items
CST (United States)	4/29/2013	85917902	1/6/2015	4668216	(35) Retail store services, namely, featuring gasoline and diesel fuel and convenience store items
CST BRANDS (United States)	4/29/2013	85917830	1/6/2015	4668214	(35) Retail store services, namely, featuring gasoline and diesel fuel and convenience store items