

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM411900

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/30/2010
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LyondellBasell Advanced Polyolefins USA Inc.		04/30/2010	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Basell USA Inc.
Street Address:	1200 Harmon Road
City:	Auburn Hills
State/Country:	MICHIGAN
Postal Code:	48326
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2021325	SEQUEL

CORRESPONDENCE DATA

Fax Number: 2129499190

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.

Phone: 2129499022

Email: ftterranela@lawabel.com

Correspondent Name: Lawrence E. Abelman

Address Line 1: 666 3rd Avenue

Address Line 2: 10th Floor

Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:	Frank Terranella
SIGNATURE:	/ft/
DATE SIGNED:	01/11/2017

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE COURT ORDERED CERTIFICATE OF MERGER, WHICH MERGES:

"BASELL CAPITAL CORPORATION", A DELAWARE CORPORATION,

"LYONDELBASELL ADVANCED POLYOLEFINS USA INC.", A DELAWARE CORPORATION,

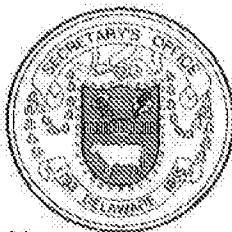
WITH AND INTO "BASELL USA INC." UNDER THE NAME OF "BASELL USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2010, AT 1:26 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7966288

DATE: 04-30-10

TRADEMARK
REEL: 005963 FRAME: 0079

CERTIFICATE OF MERGER

OF

**LYONDELLBASELL ADVANCED POLYOLEFINS USA INC. and
BASELL CAPITAL CORPORATION**

INTO

BASELL USA INC.

Pursuant to Title 8, Sections 251(e) and 303(c) of the Delaware General Corporation Law, the undersigned corporation executed the certificate of merger:

FIRST: The name and state of incorporation of each of the corporations affected by the merger (each, a "Constituent Corporation") are as follows:

CONSTITUENT CORPORATION	STATE OF INCORPORATION
LyondellBasell Advanced Polyolefins USA Inc.	Delaware
Basell Capital Corporation	Delaware
Basell USA Inc.	Delaware

SECOND: The merger by and between the Constituent Corporations has been approved, adopted, certified, executed and acknowledged in accordance with Section 303 of the Delaware General Corporation Law. The terms of the merger are documented in the Joint Chapter 11 Plan of Reorganization of Lyondell Chemical Company and certain of its affiliates (the "Plan"). Provision for the making of this Certificate of Merger is contained in the order of the United States Bankruptcy Court for the Southern District of New York confirming the Plan, which court has jurisdiction over the bankruptcy proceedings of Lyondell Chemical Company and certain of its affiliates.

THIRD: The name of the surviving corporation is Basell USA Inc.

FOURTH: The certificate of incorporation of Basell USA Inc., as in effect prior to the merger, shall be the certificate of incorporation of Basell USA Inc. following the merger.

FIFTH: The merger shall be effective upon the filing in the office of the Secretary of State of this Certificate of Merger.

SIXTH: The Plan is on file at 1221 McKinney Street, Suite 700, Houston, Texas, 77010, the place of business of the surviving corporation.

SEVENTH: A copy of the Plan will be furnished by the surviving corporation on request, without cost, to any stockholder of the Constituent Corporations.

IN WITNESS WHEREOF, the undersigned has executed this certificate of merger on this 30th day of April, 2010.

BASEL USA INC.

By: 
Gerald A. O'Brien
Vice President and Deputy General Counsel

Exc