

01-15-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

101946822

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): GOLDEN BEAR OIL SPECIALTIES, INC. 11/8/02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: TRICOR REFINING, LLC
Internal Address:
Street Address: 1134 Manor Street
City: Oildale State: CA Zip: 93308
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Limited Liability Company (CA)
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)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: 11/16/01

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 666,447; 1,258,085; 1,116,814; 732,323
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Sainick & Cote
Internal Address: Richard P. Whitney, Esq.
Street Address: 190 Newport Center Dr., 2nd Floor
City: Newport Beach State: CA Zip: 92660

6. Total number of applications and registrations involved: 12
7. Total fee (37 CFR 3.41): \$ 315.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature. To the best of my knowledge and belief, the information contained on this cover sheet is true and correct and the copy of the U.S. Trademark Assignment submitted herewith is a true copy of the original document.
Richard P. Whitney, Esq. Signature Date 12/6/01
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/15/2002 TDIAZ1 00000031 1211202

01 FC:481 40.00 OP
02 FC:482 275.00 OP

TRADEMARK REEL: 002424 FRAME: 0210

ATTACHMENT

Continuation of Item 4(B)

Trademark Registration No.(s): 1,211,202; 1,189,329; 1,105,015; 1,054,890; 740,129;
1,015,020; 891,466; 1,178,782

This U.S. TRADEMARK ASSIGNMENT, from GOLDEN BEAR OIL SPECIALTIES, INC. a Delaware corporation ("Assignor"), to TRICOR REFINING, LLC, a California limited liability company ("Assignee").

WITNESSETH:

WHEREAS, Assignor has adopted, has used and until July 6, 2001 was the sole and exclusive owner of the United States trademarks set forth in Exhibit A hereto (the "Trademarks"); and

WHEREAS, Assignee acquired, as of July 6, 2001, certain assets from Assignor pursuant to the Asset Acquisition Agreement dated as of July 2, 2001, as amended (the "Asset Acquisition Agreement"), among Assignor and Assignee, and desires to acquire, of record, such full right, title and interest in the Trademarks as the Assignor may have owned.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee, its successors and assigns, "as is, where is" and without warranty, such right, title, and interest in and to the Trademarks, together with the good will of Assignor which is symbolized by the Trademarks as Assignor may have and together with such claims for damages by reason of past or future infringement of the Trademarks, if any, as may exist, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby covenants and agrees that it will at any reasonable time upon reasonable request of Assignee, execute and deliver any and all papers that may be reasonably necessary to perfect in Assignee title to the Trademarks. Assignee has acknowledged that Assignor intends to wind-up and dissolve its business and operations in the proximate future and when such events occur the foregoing covenant and agreement (pertaining to Assignor's obligation to execute and deliver papers reasonably necessary to perfect in Assignee title to the Trademarks) shall expire and cease to exist.

IN WITNESS WHEREOF, Assignor has caused this U.S. Trademark Assignment to be signed by its duly authorized officer this 16 day of November, 2001 2001.

GOLDEN BEAR OIL SPECIALTIES, INC.

By: [Signature]
Name: Wei Wan
Title: Controller

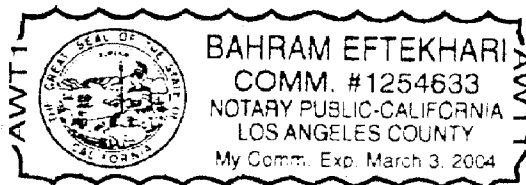
State of California)
County of Los Angeles)

On 11/16/01, before me, Bahram Eftekhari, Notary Public, personally appeared **Wei Wan**, personally known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person or entities upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

(seal)

[Signature]
(Signature of Notary)



h:\fbs\sjr\golden bear\trademark assignment2

Exhibit A
to U.S. Trademark Assignment

<u>Trade/ Service Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Bearflex	666,447	9/2/58
Bear Head Design	1,258,085	11/22/83
Califlux	1,116,814	4/24/79
Coherex	732,323	6/5/62
Cotton Picker	1,211,202	10/5/82
CRF	1,189,329	2/9/82
Cyclogen	1,105,015	10/31/78
Cyclolube	1,054,890	12/28/76
Petroflux	740,179	11/6/62
Reclamite	1,015,020	7/8/75
Semi-Pave	891,466	5/26/70
Spindle Slik	1,178,782	6/11/80

State Registered
Trademark (California)

Golden Bear	89,437	2/6/89
-------------	--------	--------