

b settings = = =

8-21-03 TF



To the Honorable Commissioner of Patents and Trademarks

102531356

original documents or copy thereof.

Name of conveying party(ies):

Huntsman Ethyleneamines Ltd.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State
- Other a Texas Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: July 23, 2003

2. Name and address of receiving party(ies)

Name: Deutsche Bank Trust Company (f/k/a Bankers Trust Company), as agent
Internal Address: _____

Street Address: 31 West 52nd St

City: NY State: NY ZIP: 10019

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State New York
- Other _____

If assignee is not domiciled in the United States, a corporate representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

Name and address of party to whom correspondence concerning document should be mailed:

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

08/21/2003 ECDOPER 00000098 73642485

01 FC:18521 40.00 DP
02 FC:18522 25.00 DP

DO NOT USE THIS SPACE

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Laura Konrath
Name of Person Signing

[Signature]
Signature

8/18/03
Date

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

Mail documents to be recorded with required cover sheet information to:

Continuation
Item 4

Trademarks For Owner: Huntsman Ethyleneamines Ltd.
Date of Report: 05MY2003

Docket No.	Ctry	Types Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
TM0168	ASTL	L Registered Client/Division: EA	26FEB1999	786849	26FEB1999	786849	26FEB2009	26FEB2009
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	ATRA	A Registered Client/Division: EA	13JUL1990	3040	12OC1990	133015	31OC2010	31OC2010
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	BENE	E Registered Client/Division: EA	08JUL1990	747325	08JUL1990	478049	08JUL2010	08JUL2010
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	BRAZ	Z Registered Client/Division: EA	21JUL1990	815529678	04AUL1992	815529678	04AUL2002	04AUL2002
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	CANA	A Registered Client/Division: EA	20MR1991	678031	13AUL1993	415385	13AUL2008	13AUL2008
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	FRAN	N Registered Client/Division: EA	14JUL1990	217383	14JUL1990	1722677	13JUL2010	14JUL2010
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	GBRI	I Registered Client/Division: EA	08JUL1990	1428700	08JUL1990	1428700	08JUL2007	08JUL2007
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	GERM	M Registered Client/Division: EA	20JUL1990	60487	02MR1992	DD649627	30JUL2010	30JUL2010
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	ITAL	L Registered Client/Division: EA	20JUL1990	22336	18OC1993	604823	18OC2003	18OC2003
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	JAPA	A Registered Client/Division: EA AND Characters	21JUL1990	70082	28AP1993	2529384	28AP2003	28AP2003
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	KORS	S Registered Client/Division: EA	08MR1999	7063	11FEB2000	464841	11FEB2010	11FEB2010
Attorney: Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								

Trademarks For Owner: Huntsman Ethyleneamines Ltd.
Date of Report: 05MY2003

Docket No.	Ctrl	Types Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
TM0168	MEXI	I Registered Client/Division: EA	08MR1999	366458	31MR1999 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	605676	31MR2009	31MR2009
TM0168	RUSS	S Registered Client/Division: EA	26JL1990	124687	26JL1990 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	94941	26JL2010	26JL2010
TM0168	SPAI	I Registered Client/Division: EA	22JE1990	1575986	05NO1991 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	1575986	22JE2010	22JE2010
TM0168	SWED	D Registered Client/Division: EA	14JE1990	5636	15MY1992 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	234477	15MY2012	15MY2012
TM0168	SWIT	T Registered Client/Division: EA	26MR1991	1953/1991.0	26MR1991 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	388958	26MR2011	26MR2011
TM0168	TAIW	W Registered Client/Division: EA	26NO1999	88-059397	16MY2001 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	940821	16MY2011	16MY2011
TM0168	USA	Registered Client/Division: EA	17FE1999	75/642485	25JA2000 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	2311880	25JA2010	25JA2010
TM0169	CANA	A Registered Client/Division: EA ethyleneamines for use in the manufacture	02JE2000	1061584	25SE2002 Class & Type: IN 1 Goods:Mixtures of synthetic latex, synthetic resins, and derivatives of	568003	25SE2017	25SE2017
TM0169	CTM	Registered Client/Division: EA synthetic latex, synthetic resins, and	11MY2000	1661925	09JA2002 Class & Type: IN 1 Goods:Chemicals used in industry and further manufacturing; Mixtures of	1661925	11MY2010	11MY2010



 Trademarks For Owner: Huntsman Ethyleneamines Ltd.
 Date of Report: 05MY2003

Docket No.	Ctry	Types Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
TM0169	JAPA	A Registered	15JE2000	2000-73428	05AP2002	4557153	05AP2012	05AP2012
Attorney:	Client/Division:	EA	Agent:	Goods:Plastic (raw materials)	Class & Type:	IN 1		
Mark: MORMATE								
TM0169	KORS	S Registered	05JE2000	40-2000-26840	18MR2002	515145	18MR2012	18MR2012
Attorney:	Client/Division:	EA	Agent:	Goods:Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	Class & Type:	IN 1		
Mark: MORMATE								
TM0169	MEXI	I Registered	12MY2000	424876	31MY2000	658438	12MY2010	12MY2010
Attorney:	Client/Division:	EA	Agent:	Goods:Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	Class & Type:	IN 1		
Mark: MORMATE								
TM0169	SWIT	T Registered	11MY2000	05687	10NO2000	477040	11MY2010	11MY2010
Attorney:	Client/Division:	EA	Agent:	Goods:Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	Class & Type:	IN 1		
Mark: MORMATE								
TM0169	USA	Z Registered	15MY2000	78/008087	09OC2001	2497221	09OC2011	09OC2011
Attorney:	Client/Division:	EA	Agent:	Goods:Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	Class & Type:	IN 1		
Mark: MORMATE								

②

MEMORANDUM OF SECURITY INTEREST

WHEREAS, Huntsman Ethyleneamines Ltd., a Texas limited partnership (hereinafter referred to as "Assignor"), owns the (i) the trademarks, trademark registrations and trademark applications as more particularly described and listed on Schedule 4.1 annexed hereto and made a part hereof (the "Marks"); and (ii) letters patent and applications for letters patent of the United States, as more particularly described and listed on Schedule 5.1(A) annexed hereto and made a part hereof (the "Patents"); and

WHEREAS, Assignor has entered into a Collateral Security Agreement dated as of June 30, 1999, as amended by that certain Amendment No. 1 to Collateral Security Agreement dated as of March 15, 2002, and as may be further amended, restated, supplemented or otherwise modified (hereinafter the "Security Agreement") with, among others, certain of its affiliates, Deutsche Bank Trust Company Americas (f/k/a Bankers Trust Company), a New York corporation, as Collateral Agent thereunder (hereinafter, in its capacity as Collateral Agent, referred to as "Assignee"), for the "Secured Parties" identified therein, in order to secure the prompt and complete payment, observance and performance of the Secured Obligations, as defined in the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as collateral security for the prompt and complete payment and performance when due by Assignor of all of Assignor's Secured Obligations, as defined in the Security Agreement, and to induce the Administrative Agent, as defined in the Security Agreement, and the Lenders, as defined in the Security Agreement, to make loans and provide the other financial accommodations to Assignor contemplated therein, Assignor does hereby grant, pledge, assign and transfer unto Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to (i) the Marks set forth on Schedule 4.1 attached hereto, (ii) the Patents set forth on Schedule 5.1(A) attached hereto, in each case together with (iii) any application, issue, re-examination, re-issue, continuation, continuation-in-part, division, improvement or extension thereof, and (iv) all Proceeds thereof, including, without limitation, any and all causes of action for infringement thereof for the full term of the Patents and Marks and any and all royalties for any licenses thereof (the "Collateral"), to secure the prompt payment, performance and observance of the Secured Obligations, as defined in the Security Agreement. Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Assignor has caused this Memorandum of Security Interest to be duly executed by its officer thereunto authorized as of the 23 day of July, 2003.

HUNTSMAN ETHYLENEAMINES LTD.

By: [Signature]

Name: SAM SPRUEGG

Title: V.P. & TREASURER

STATE OF Utah)
COUNTY OF Salt Lake)

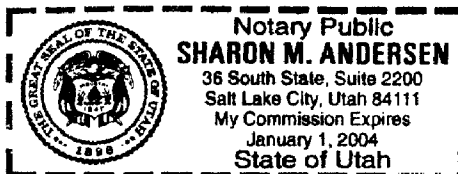
SS.

On this 23 day of July, 2003, before me personally appeared the above-named Sam Struggs, to me known, who being by me duly sworn according to law, on his/her oath stated that he/she is the V.P. & Treasurer of HUNTSMAN ETHYLENEAMINES LTD., and acknowledged that he/she signed and delivered the foregoing instrument as the free and voluntary act and deed of said limited partnership.

Sharon M. Andersen
Notary Public

My Commission Expires:

1/1/2004



Schedule 4.1

Trademarks

Trademarks For Owner: Huntsman Ethyleneamines Ltd.
Date of Report: 05MY2003

Docket No.	Ctry	Types	Status	Cur App Dt	Cur App No	Curr Reg D	Curr Reg No	Renewal	Expires
TM0168 Attorney: Mark: CASTMATE	ASTL	L	Registered Client/Division: EA	26FE1999 Agent: 786849	786849	26FE1999 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	786849	26FE2009	26FE2009
TM0168 Attorney: Mark: CASTMATE	ATRA	A	Registered Client/Division: EA	13JE1990 Agent: 3040	3040	12OC1990 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	133015	31OC2010	31OC2010
TM0168 Attorney: Mark: CASTMATE	BENE	E	Registered Client/Division: EA	08JE1990 Agent: 747325	747325	08JE1990 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	478049	08JE2010	08JE2010
TM0168 Attorney: Mark: CASTMATE	BRAZ	Z	Registered Client/Division: EA	21JE1990 Agent: 815529678	815529678	04AU1992 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	815529678	04AU2002	04AU2002
TM0168 Attorney: Mark: CASTMATE	CANA	A	Registered Client/Division: EA	20MR1991 Agent: 678031	678031	13AU1993 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	415385	13AU2008	13AU2008
TM0168 Attorney: Mark: CASTMATE	FRAN	N	Registered Client/Division: EA	14JE1990 Agent: 217383	217383	14JE1990 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	1722677	13JE2010	14JE2010
TM0168 Attorney: Mark: CASTMATE	GBRI	I	Registered Client/Division: EA	08JE1990 Agent: 1428700	1428700	08JE1990 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	1428700	08JE2007	08JE2007
TM0168 Attorney: Mark: CASTMATE	GERM	M	Registered Client/Division: EA	20JE1990 Agent: 60487	60487	02MR1992 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	DD649627	30JE2010	30JE2010
TM0168 Attorney: Mark: CASTMATE	ITAL	L	Registered Client/Division: EA	20JL1990 Agent: 22336	22336	18OC1993 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	604823	18OC2003	18OC2003
TM0168 Attorney: Mark: CASTMATE AND Characters	JAPA	A	Registered Client/Division: EA	21JE1990 Agent: 70082	70082	28AP1993 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	2529384	28AP2003	28AP2003
TM0168 Attorney: Mark: CASTMATE	KORS	S	Registered Client/Division: EA	08MR1999 Agent: 7063	7063	11FE2000 Class & Type: IN 1 Goods:Chemicals for use in the manufacture of ceramic articles.	464841	11FE2010	11FE2010

Trademarks For Owner: Huntsman Ethyleneamines Ltd.
Date of Report: 05MY2003

Docket No.	Ctry	Types Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
TM0168	MEXI	I Registered Client/Division: EA	08MR1999	366458	31MR1999 Class & Type: IN 1	605676	31MR2009	31MR2009
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	RUSS	S Registered Client/Division: EA	26JL1990	124687	26JL1990 Class & Type: IN 1	94941	26JL2010	26JL2010
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	SPAI	I Registered Client/Division: EA	22JE1990	1575986	05NO1991 Class & Type: IN 1	1575986	22JE2010	22JE2010
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	SWED	D Registered Client/Division: EA	14JE1990	5636	15MY1992 Class & Type: IN 1	234477	15MY2012	15MY2012
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	SWIT	T Registered Client/Division: EA	26MR1991	1953/1991.0	26MR1991 Class & Type: IN 1	388958	26MR2011	26MR2011
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	TAIW	W Registered Client/Division: EA	26NO1999	88-059397	16MY2001 Class & Type: IN 1	940821	16MY2011	16MY2011
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0168	USA	Registered Client/Division: EA	17FE1999	75/642485	25JA2000 Class & Type: IN 1	2311880	25JA2010	25JA2010
Attorney: MORMATE Mark: CASTMATE Goods:Chemicals for use in the manufacture of ceramic articles.								
TM0169	CANA	A Registered Client/Division: EA	02JE2000	1061584	25SE2002 Class & Type: IN 1	568003	25SE2017	25SE2017
Attorney: MORMATE Mark: MORMATE ethyleneamines for use in the manufacture of synthetic resins, and derivatives of								
TM0169	CTM	Registered Client/Division: EA	11MY2000	1661925	09JA2002 Class & Type: IN 1	1661925	11MY2010	11MY2010
Attorney: MORMATE Mark: MORMATE synthetic latex, synthetic resins, and further manufacturing; Mixtures of								



Trademarks For Owner: Huntsman Ethyleneamines Ltd.
Date of Report: 05MY2003

Docket No.	Ctry	Types Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
TM0169	JAPA	A Registered Client/Division: EA	15JE2000	2000-73428	05AP2002 Class & Type: IN 1 Goods: Plastic (raw materials) ceramic base products	4557153	05AP2012	05AP2012
TM0169	KORS	S Registered Client/Division: EA	05JE2000	40-2000-26840 Agent: KIMC	18MR2002 Class & Type: IN 1 Goods: Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	515145	18MR2012	18MR2012
TM0169	MEXI	I Registered Client/Division: EA	12MY2000	424876 Agent:	31MY2000 Class & Type: IN 1 Goods: Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	658438	12MY2010	12MY2010
TM0169	SWIT	T Registered Client/Division: EA	11MY2000	05687 Agent:	10NO2000 Class & Type: IN 1 Goods: Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	477040	11MY2010	11MY2010
TM0169	USA	Z Registered Client/Division: EA	15MY2000	78/008087 Agent:	09OC2001 Class & Type: IN 1 Goods: Mixtures of synthetic latex, synthetic resins, and derivatives of ethyleneamines for use in the manufacture	2497221	09OC2011	09OC2011

