

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Certificate of Conversion to Limited Liability Company	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Buckeye Pipe Line Company		05/04/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Buckeye Pipe Line Company LLC		
Street Address:	100 Buckeye Road		
City:	Emmaus		
State/Country:	PENNSYLVANIA		
Postal Code:	18049		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1602897	BUCKEYE	
Registration Number:	1627640		
CORRESPONDENCE DATA			
Fax Number:	(202)739-3001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-739-5517		
Email:	cklein@morganlewis.com		
Correspondent Name:	Carole R. Klein		
Address Line 1:	1111 Pennsylvania Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
NAME OF SUBMITTER:	Carole R. Klein		
Signature:	/Carole R. Klein/		
Date:	06/22/2010		
Total Attachments: 3			

CH \$65.00 1602897

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**TRADEMARK
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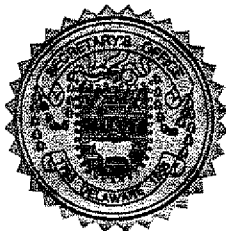
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BUCKEYE PIPE LINE COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BUCKEYE PIPE LINE COMPANY" TO "BUCKEYE PIPE LINE COMPANY LLC", FILED IN THIS OFFICE ON THE FOURTH DAY OF MAY, A.D. 2004, AT 9:55 O'CLOCK A.M.

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



2102093 8100V

040322187

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3088589

DATE: 05-04-04

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CERTIFICATE OF CONVERSION
TO LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266 OF THE
DELAWARE GENERAL CORPORATION LAW
AND SECTION 18-214 OF THE
DELAWARE LIMITED LIABILITY COMPANY ACT

1. The name of the corporation is Buckeye Pipe Line Company.
2. The corporation was first incorporated pursuant to the filing of a certificate of incorporation in Delaware with the Secretary of State on September 19, 1986.
3. The name of the limited liability company into which the corporation is hereby being converted, as set forth in its certificate of formation as filed with the Secretary of State, is Buckeye Pipe Line Company LLC.
4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion of Buckeye Pipe Line Company this 4th day of May, 2004.

BUCKEYE PIPE LINE COMPANY

By: _____

Name: Stephen C. Muther

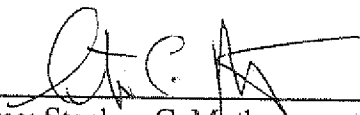
Title: Senior Vice President -
Administration, General Counsel
and Secretary

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BUCKEYE PIPE LINE COMPANY

By: 
Name: Stephen C. Muther
Title: Senior Vice President –
Administration, General Counsel
and Secretary