

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS COLLATERAL AGENT		11/13/2012	BANK: SWITZERLAND
RECEIVING PARTY DATA			
Name:	Alon USA, LP		
Street Address:	12700 Park Central Drive, Suite 1600		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75251		
Entity Type:	LIMITED PARTNERSHIP: TEXAS		
Name:	Alon Asphalt Bakersfield, Inc.		
Street Address:	12700 Park Central Drive, Suite 1600		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75251		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2871870		
Registration Number:	3077799	VALIDUS	
Registration Number:	3077800	CONVENIENCE, PLAIN AND SIMPLE.	
Registration Number:	3088821	CONVENIENCIA, SENCILLA Y SIMPLE.	
Registration Number:	2495313	TOPEIN	
Registration Number:	3019649		
Registration Number:	3019650		

TRADEMARK

CORRESPONDENCE DATA

Fax Number: 8668265420

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 301-638-0511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

Address Line 2: attn: Penelope J.A. Agodoa

Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:

38277

NAME OF SUBMITTER:

Penelope J.A. Agodoa

Signature:

/pja/

Date:

12/11/2012

Total Attachments: 5

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS
COLLATERAL AGENT

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation- State: _____
☒ Other Bank (Swiss)

Citizenship (see guidelines) _____

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) November 13, 2012

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Release

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☒ Yes
☐ No

Name: Alon USA, LP

Internal

Address: _____

Street Address: 12700 Park Central Drive, Suite 1600

City: Dallas

State: TX

Country: USA Zip: 75251

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☒ Limited Partnership Citizenship TX
☐ Corporation Citizenship _____
☐ Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
PLEASE SEE ATTACHED

B. Trademark Registration No.(s)
PLEASE SEE ATTACHED

Additional sheet(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: IP Research Plus

Internal Address: _____

Attn: Penelope J.A. Agodoa

Street Address: _____

21 Tadcaster Circle

City: Waldorf

State: MD Zip: 20602

Phone Number: 301-638-0511

Fax Number: 866-826-5420

Email Address: orders@ipresearchplus.com

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- ☐ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

11/15/2012

Date

MATTHEW D'AURIA

Name of Person Signing

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

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 004916 FRAME: 0872

Additional Receiving Party

Alon Asphalt Bakersfield, Inc.
DE – Corporation
12700 Park Central Drive, Suite 1600
Dallas, TX 75251

RELEASE OF TRADEMARK SECURITY INTEREST,
dated as of November 13, 2012 (this "**Release**"), by CREDIT
SUISSE AG (formerly known as Credit Suisse), as Collateral
Agent (as defined below). Capitalized terms used herein and not
otherwise defined shall have the meanings assigned to such terms
in the Credit Agreement or the Guarantee and Collateral
Agreement, as applicable, referred to below.

A. Reference is made to (i) the Credit Agreement dated as of June 22, 2006 (as amended, restated, supplemented or otherwise modified to the date hereof, the "**Credit Agreement**"), among Alon USA Energy, Inc., a Delaware corporation (the "**Borrower**"), the Lenders party thereto and Credit Suisse AG (formerly known as Credit Suisse), a bank organized under the laws of Switzerland, acting through its Cayman Islands branch, as administrative agent and collateral agent (in such capacity as collateral agent, the "**Collateral Agent**"), (ii) the Guarantee and Collateral Agreement dated as of August 4, 2006 (as amended, restated, supplemented or otherwise modified to the date hereof, the "**Guarantee and Collateral Agreement**" and, together with the Credit Agreement, the "**Security Agreements**"), among the Borrower, the subsidiaries of the Borrower party thereto (together with the Borrower, the "**Grantors**") and the Collateral Agent.

B. Pursuant to the Security Agreements, among other things, the Grantors granted a security interest to the Collateral Agent, for the benefit of the Secured Parties, in, among other things, the trademarks of the Grantors set forth on Schedule I hereto (the "**Trademarks**"), which security interest was recorded with the United States Patent & Trademark Office on August 9, 2006 at Reel/Frame 003366/0001.

C. In connection with the payment and discharge of all Obligations (as defined in the Guarantee and Collateral Agreement) of the Borrower and the other Loan Parties and the termination of all Commitments under the Credit Agreement, the Grantors have informed the Collateral Agent of their desire that the Collateral Agent, on behalf of the Secured Parties, release all right, title and interest granted to it, for the ratable benefit of the Secured Parties, under the Security Agreements in and to the Trademarks.

Accordingly, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby terminates, releases and discharges any and all security interests it has in the Trademarks and reassigns all right, title and interest it has in the Trademarks, together with the goodwill associated therewith, to the applicable Grantor. The execution and delivery of this Release and the performance of any actions by the Collateral Agent are made without representation or warranty by, or recourse to, the Collateral Agent or any other Secured Party.

THIS RELEASE SHALL BE CONSTRUED IN ACCORDANCE WITH
AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed as of the day and year first above written.

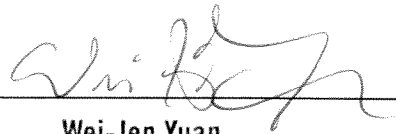
CREDIT SUISSE AG, CAYMAN
ISLANDS BRANCH, as Collateral Agent

By



Name: Mikhail Faybusovich
Title: Director

By



Name: Wei-Jen Yuan
Title: Associate

[SIGNATURE PAGE TO TRADEMARK RELEASE]

[[3378134]]

TRADEMARK
REEL: 004916 FRAME: 0875

Schedule I

Trademarks

Registered Owner	Mark	Registration Number	Registration Date
Alon USA, LP	Miscellaneous Design	2,871,870	08/10/2004
Alon USA, LP	Validus	3,077,799	04/4/2006
Alon USA, LP	Convenience, Plain and Simple	3,077,800	04/4/2006
Alon USA, LP	Convencia, Sencilla y Simple	3,088,821	05/02/2006
Alon Asphalt Bakersfield, Inc.	Topein	2,495,313	10/09/2001
Alon USA, LP, by and through Alon USA GP, LLC	Miscellaneous Design	3,019,649	11/29/2005
Alon USA, LP, by and through Alon USA GP, LLC	Miscellaneous Design	3,019,650	11/29/2005