

02-25-2000

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To the Honorable Commissioner of Patents and Trademarks. Please record this document.

1. Name of conveying party(ies):
Amoco Corporation

Additional name(s) of conveying party(ies) attached?
 yes no

2. Name and address of receiving party(ies):
BP Amoco Corporation
Law Department
200 East Randolph drive, MC 1907A
Chicago, IL 60601

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: December 31, 1998

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

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)
08/052,574

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
BP Amoco Corporation
Law Department
Mail Code 1907A
200 East Randolph Drive
Chicago, IL 60601

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 01-0528
(Attach duplicate copy of this page if paying by deposit account)

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9. 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.

Wallace L. Oliver
Name of Person Signing

Signature

27 Jan 00
Date

Total number of pages including cover sheet, attachments and document: 4

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PATENT REEL: 010561 FRAME: 0700

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

ARTICLES OF AMENDMENT

To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me at this office, Articles of Amendment for:

AMOCO CORPORATION

and said Articles of Amendment have been prepared and signed in accordance with the provisions of the Indiana Business Corporation Law, as amended.

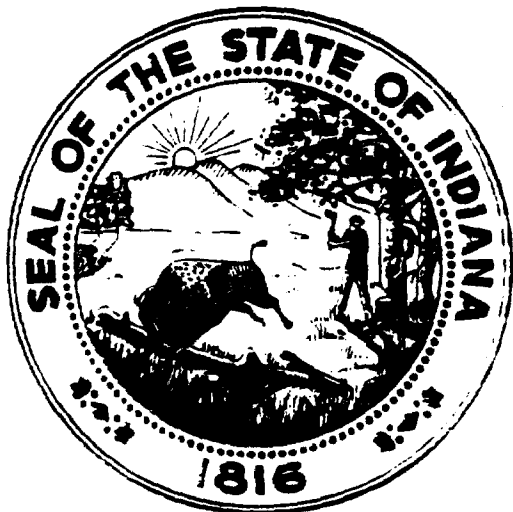
The name of the corporation is amended as follows:

BP AMOCO CORPORATION

NOW, THEREFORE, I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that I have this day filed said articles in this office.

The effective date of these Articles of Amendment is December 31, 1998.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Thirty-first day of December, 1998.



Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

Deputy



ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION

State Form 38333 (R7 / 4-95) Approved by State Board of Accounts 1995

182867-107

SUE ANNE GILROY SECRETARY OF STATE CORPORATIONS DIVISION 302 W. Washington St., Rm. E018 Indianapolis, IN 46204 Telephone: (317) 232-6576

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts. Present original and one copy to address in upper right hand corner of this form. Please TYPE or PRINT.

APPROVED AND FILED

Indiana Code 23-1-38-1 et seq. Filing Fee: \$30.00

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF: Amoco Corporation. SECTION 1 The date of incorporation of the Corporation is: June 18, 1889. SECTION 2 The name of the Corporation following this amendment to the Articles of Incorporation is: BP Amoco Corporation. SECTION 3 The exact text of Article(s) I & IX of Incorporation is now as follows: ARTICLE I Name of Corporation The name of the Corporation is BP Amoco Corporation. ARTICLE IX The Board of Directors of the Corporation The Board of Directors shall consist of a minimum of one (1) member and a maximum of six (6) members, the actual number of the members to be fixed from time to time by resolution of the Board of Directors. SECTION 4 Date of each amendment's adoption: December 31, 1998

RECEIVED CORPORATION DIV. SUE ANNE GILROY 93 DEC 31 PM 4:03

(Continued on the reverse side)

ARTICLE II Manner of Adoption and Vote

Strike inapplicable section:

SECTION 1 This amendment was adopted by the Board of Directors or incorporators and shareholder action was not required.

SECTION 2 The shareholders of the Corporation entitled to vote in respect to the amendment adopted the proposed amendment. The amendment was adopted by:

A. Vote of such shareholders during a meeting called by the Board of Directors. The result of such vote is as follows:

	Shares entitled to vote.
	Number of shares represented at the meeting.
	Shares voted in favor.
	Shares voted against.

B. Written consent executed on December 31, 19 98 and signed by all such shareholders.

ARTICLE III Compliance with Legal Requirements

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify, subject to the penalties of perjury, that the statements contained herein are true, this 31st day of December, 1998.

Signature of current officer

Printed name of officer

STEPHEN F. GATES

Officer's title

VICE PRESIDENT, GENERAL COUNSEL & CORPORATE SECRETARY

