


09/21/2004 11:40 FAX 703 308 7031

USPTO ASSIGNMENT DIV.

002/003

Form PTO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings:		RECORDATION FORM COVER SHEET PATENTS ONLY <sup>TAB 36</sup>		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):  Huntsman LLC			2. Name and address of receiving party(ies) Name: <u>Deutsche Bank Trust Company</u> Americas, as agent Internal Address: _____ _____ _____ Street Address: <u>31 W. 52nd St.</u> _____ City: <u>New York</u> State: <u>NY</u> Zip: <u>10022</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____					
Execution Date: <u>October 14, 2004</u>					
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) _____ B. Patent No.(s) _____ Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Laura Konrath</u> Internal Address: <u>Winston &amp; Strawn LLP</u> <u>33rd Floor</u> _____ Street Address: <u>35 W. Wacker Dr.</u> _____ City: <u>Chicago</u> State: <u>IL</u> Zip: <u>60601</u>			6. Total number of applications and patents involved: <u>3</u> 7. Total fee (37 CFR 3.41).....\$ <u>120</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>232428</u>		
DO NOT USE THIS SPACE					
9. Signature.  <u>Laura Konrath</u>  <u>11/23/04</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and documents: <input type="checkbox"/>					

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

CH \$120.00 232428 5414063

Continuation  
Item 7

Schedule A

Patents

All patents are encumbered with security interests.

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Patents Owned by Huntsman LLC & Subsidiaries  
Company: Huntsman LLC

Date of Report: 04OC2004

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Docket No.	Ctry	Types	Status	App Date	App No	Grant Dt	Pat No.	Nxt Tax Dt	Exp Dt
67460	USA		G	30MR1993	040049	09MY1995	5414063	09NO2006	30MR2013
Title: PROCESS FOR THE PRODUCTION OF POLYPROPYLENE									
Client/Division: Polypropylene									
Owner of Record: Huntsman Corporation									
80891-C1	USA	F 01	G	07SE1993	117962	02JAL1996	5480955	02JL2007	02JJA2013
Title: ALIPHATIC SPRAY POLYUREA ELASTOMERS									
Client/Division: Coatings Polymers & Resins									
Owner of Record: Huntsman Corporation									
81399	USA	X	G	02OC1995	538005	31AUI1999	5945368	28FE2007	02OC2015
Title: MOLYBDENUM MODIFIED VANADIUM-PHOSPHATE OXIDE CATALYSTS FOR									
Client/Division: Maleic Anhydride									
Owner of Record: Huntsman Corporation									

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TAB 36

**GRANT OF SECURITY INTEREST IN  
UNITED STATES TRADEMARKS AND PATENTS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Huntsman LLC, a Utah limited liability company (the "Grantor") with principal offices at 500 Huntsman Way, Salt Lake City, UT 84108, hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 31 West 52nd Street, New York, NY 10022 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all of the Grantor's right, title and interest in and to the United States patents (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) of the Marks and Patents, (iv) the goodwill of the businesses symbolized by the Marks and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS GRANT is made to secure the full and prompt performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement between the Grantor, the other assignors party thereto and the Grantee, dated as of October 8, 2003 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in and re-assigning the Marks and Patents acquired under this Grant to the Grantor.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are more fully set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the 19<sup>th</sup> day of October, 2004.

HUNTSMAN LLC,  
as Grantor

By: 

Name: Sean Douglas

Title: Vice President

DEUTSCHE BANK TRUST COMPANY  
AMERICAS, as Grantee

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

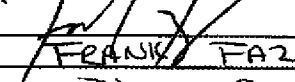
[Signature Page to Grant of Security Interest in Trademarks and Patents (Huntsman LLC)]

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the 14<sup>th</sup> day of October, 2004.

HUNTSMAN LLC  
as Grantor

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

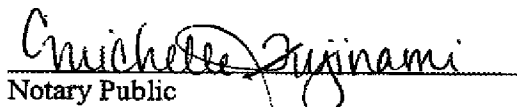
DEUTSCHE BANK TRUST COMPANY  
AMERICAS, as Grantee

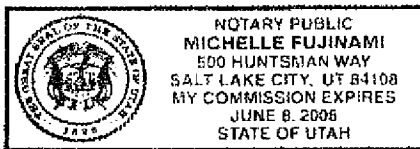
By:  \_\_\_\_\_  
Name: FRANK FAUSTO  
Title: DIRECTOR

Grant of Security Interest in United States Trademarks and Patents

STATE OF UTAH                    )  
  : ss.  
COUNTY OF SALT LAKE    )

On this 12<sup>th</sup> day of October, 2004, before me personally came Sean Douglas, who being duly sworn, did depose and say that he is Vice President of Huntsman LLC, that he is authorized to execute the foregoing Grant of Security Interest on behalf of said limited liability company and that he did so by authority of the Board of Managers of said limited liability company.

  
Notary Public



[Signature Page to Grant of Security Interest in Trademarks and Patents (Huntsman LLC)]

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Schedule A

U.S. Trademark Registration

Registered Mark

Registration No.

Registration Date

CHI:1436994.1

PATENT  
REEL: 015621 FRAME: 0900

Schedule APatents

All patents are encumbered with security interests.

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Patents Owned by Huntsman LLC & Subsidiaries  
Company: Huntsman LLC  
Date of Report: 04OC2004

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Docket No.	CLry	Types	Status	App Date	App No	Grant Dt	Pat No.	Nxt Tax Dt	Exp Dt
67460	USA		G	30MR1993	040049	09MY1995	5414063	09NO2006	30MR2013
Title: PROCESS FOR THE PRODUCTION OF POLYPROPYLENE									
Client/Division: Polypropylene									
Owner of Record: Huntsman Corporation									
*****									
80891-C1	USA	F 01	G	07SE1993	117962	02JAL1996	5480955	02JUL2007	02JJA2013
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Client/Division: Coatings Polymers & Resins									
Owner of Record: Huntsman Corporation									
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81399	USA	X	G	02OC1995	538005	31AU1999	5945368	28FE2007	02OC2015
Title: MOLYBDENUM MODIFIED VANADIUM-PHOSPHATE OXIDE CATALYSTS FOR									
Client/Division: Maleic Anhydride									
Owner of Record: Huntsman Corporation									

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Patents Owned by Huntsman LLC & Subsidiaries  
Company: Huntsman LLC and Falconbridge (Co-owners)  
Date of Report: 040C2004  
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Docket No. Ctry Types Status App Date App No Grant Dt Pat No. Nxt Tax Dt Exp Dt  
HC-006C3 USA C 01 G 09MY1994 240599 02DE1997 5693692 02JJE2005 03JJA2009  
Title: DEPRESSANT FOR FLOTATION SEPARATION OF POLYMETALLIC SULPHIDE  
Client/Division: Mining  
Owner of Record: Huntsman Corporation/Falconbridge  
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Schedule B

All patents are encumbered with security interests.

Patent Number

Date Issued

Title

CHI:1436994.1

RECORDED: 01/27/2005

PATENT  
REEL: 015621 FRAME: 0903