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Additional name(s) of conveying party(ies) attached? Yes 🗸	No
3. Nature of conveyance/Execution Date(s):	Street Address: 390 Greenwich Street, 1st Floor
Execution Date(s) 03/03/2009	
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Joint Research Agreement	State: New York
Government Interest Assignment	Country: USA Zip: 10013
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A. Patent Application No.(s)	B. Patent No.(s)
See Schedule 1	See Schedule 1
5. Name and address to whom correspondence concerning document should be mailed:	6. Total number of applications and patents involved: 287
Name: Tina Qualls	7. Total fee (37 CFR 1.21(h) & 3.41) \$
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City: New York State: New York Zip: 10036 Phone Number: 212-768-4260 ext 2015 Fax Number:	None required (government interest not affecting tit 8. Payment Information a. Credit Card Last 4 Numbers Expiration Date b. Deposit Account Number
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PATENT

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

LYONDELL CHEMICAL TECHNOLOGY, LP

PATENTS AND PATENT APPLICATIONS

App. No./Patent No.	Title
11/346500	PREPARATION OF PALLADIUM-GOLD CATALYSTS
4975266	PRODUCTION OF HYDROGEN PEROXIDE
5039508	PRODUCTION OF HYDROGEN PEROXIDE
5000825	MONOEPOXIDE PURIFICATION
5043522	PRODUCTION OF OLEFINS
5107001	PROPYLENE OXIDE PRODUCTION
5166371	ASYMMETRIC EPOXIDATION USING A CHIRAL HYDROPEROXIDE
5091163	PARTIALLY PROTONATED SODIUM-ZSM-5 METHOD OF MAKING (AS AMENDED)
5107042	PREPARATION OF OLEFINS USING SELECTIVELY PROTONATED ZEOLITE
5026 935	ENHANCED PRODUCTION OF ETHYLENE FROM HIGHER HYDROCARBONS
5026936	ENHANCED PRODUCTION OF PROPYLENE FROM HIGHER HYDROCARBONS
4994625	PRODUCTION OF HYDROGEN PEROXIDE
5129996	LOWER ALKYLENE OXIDE PURIFICATION
5043481	CYCLOHEXANE OXIDATION
5107050	OLEFIN SKELETAL ISOMERIZATION
5166370	PREPARATION OF TETRAHYDROFURAN USING A SUPPORTED TRANSITION METAL
5171921	PRODUCTION OF OLEFINS
5202463	PROCESS FOR THE PREPARATION OF A GLYCOL ETHER ESTER
5162593	TERTIARY BUTYL ALCOHOL PREPARATION
5239007	OIL-ABSORBENT COMPOSITIONS
5146034	CONVERSION OF PARAFFINS TO OLEFINS
5352807	PROPYLENE OXIDE PURIFICATION
5198590	HYDROCARBON CONVERSION
5208385	PREPARATION OF TETRAHYDROFURAN POLYMERS HAVING A NARROW MOLECULAR WEIGHT DISTRIBUTION USING AN AMORPHOUS SILICA-ALUMINA CATALYST
5208194	RECOVERY OF GROUP VIII TRANSITION METALS FROM ORGANIC SOLUTIONS USING ACIDIC ION-EXCHANGE RESINS
5262371	ALKYLENE OXIDE ISOMERIZATION PROCESS AND CATALYST
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5276210	HYDROFORMYLATION PROCESS AND BIMETALLIC CATALYST THEREFOR

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5314511	DIESEL FUEL.
5290743	PROCESS FOR REGENERATING A DEACTIVATED RHODIUM
	HYDROFORMYLATION CATALYST SYSTEM
5312998	INTEGRATED PROCESS FOR THE PRODUCTION OF DITERTIARY BUTYL PEROXIDE
5859167	CURED POLYESTER PLASTIC COMPOSITIONS DERIVED FROM RECYCLED POLYURETHANES
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5507751	CARBOXYLIC ACID INTO A POLYETHER
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JJJ4770	IMPURITIES FROM TERTIARY HYDROPEROXIDES
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5646314	IMPROVED PROCESS FOR TITANIUM SILICALITE-CATALYZED
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5741749	REGENERATION OF A TITANIUM-CONTAINING MOLECULAR SIEVE
5659102	PRODUCTION OF ISO OLEFIN OLIGOMERS
5731446	MOLYBDENUM EPOXIDATION CATALYST RECOVERY
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5886114	PROCESS FOR MAKING VINYL AROMATIC/ALLYLIC ALCOHOL COPOLYMERS
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5840933	CATALYTIC CONVERTER SYSTEM AND PROCESS
6153153	CATALYTIC CONVERTER SYSTEM AND PROCESS
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5770746	EPOXIDATION PROCESS USING SUPPORTED SILVER CATALYSTS PRETREATED WITH ORGANIC CHLORIDE
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6008388	EPOXIDATION PROCESS
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5972173	ALLYL ALCOHOL PURIFICATION
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6306263	IMPURITIES SEPARATION BY DISTILLATION
6478930	IMPURITIES SEPARATION BY DISTILLATION
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6063942	CATALYST PREPARATION AND EPOXIDATION PROCESS
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	ZEOLITE CATALYSTS
6225509	ALLYL ALCOHOL HYDROFORMYLATION
6376731	SELECTIVE OLEFIN OLIGOMERIZATION
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6307073	DIRECT EPOXIDATION PROCESS USING A MIXED CATALYST
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6264800 6781010	PURIFICATION PROCESS NON-PHOSGENE ROUTE TO THE MANUFACTURE OF ORGANIC
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6281369	EPOXIDATION CATALYST AND PROCESS
6555493	SOLID EPOXIDATION CATALYST AND PREPARATION
6376718	DEHYDROGENATION OF ALKYLENE GLYCOL ETHERS TO ETHER KETONES AND ALDEHYDES
6414085	POLYESTER RESINS BASED ON TEREPHTHALIC ACID AND 2-
	METHYL-1,3-PROPANEDIOL AND PROCESSES FOR THE
6310224	PREPARATION THEREOF
6468496	PROCESS FOR PROPUGING HYPROCESS
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6403714	PREPARATION OF EPOXY-FUNCTIONAL RESINS
6455657	PREPARATION OF VINYL AROMATIC-ALLYLIC ALCOHOL COPOLYMERS
6376686	DIRECT EPOXIDATION PROCESS
6375804	TERTIARY BUTYL ACETATE RECOVERY
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6376720	COBALT-CATALYZED PROCESS FOR PREPARING 1,3- PROPANEDIOL
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6441204	DIRECT EPOXIDATION PROCESS USING A MIXED CATALYST SYSTEM
6498259	DIRECT EPOXIDATION PROCESS USING A MIXED CATALYST SYSTEM
6417378	DIRECT EPOXIDATION PROCESS USING PRE-TREATED TITANIUM ZEOLITE
6710192	DENSE PHASE EPOXIDATION
6492487	PROCESS FOR MAKING REACTIVE UNSATURATED POLYESTER
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6512066	PROCESS FOR MAKING CROSSLINKED POLYVINYLPYRROLIDONE WITH LOW SWELL VOLUME

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6500311	PROPYLENE OXIDE PURIFICATION
6930143	ACRYLIC LATEX COMPOSITION
6399794	DIRECT EPOXIDATION PROCESS USING CARBONATE MODIFIERS
6403815	DIRECT EPOXIDATION PROCESS USING A MIXED CATALYST SYSTEM
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6512129	EPOXIDATION PROCESS
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6562987	REACTOR SYSTEM AND METHOD FOR HIGHLY EXOTHERMIC REACTIONS
6759541	EPOXIDATION PROCESS USING A SUPPORTED NIOBIUM OXIDE CATALYST
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6755979	PEROXIDE IMPURITIES REMOVAL
6583300	EPOXIDATION SYSTEM WITH FIXED BED REACTORS
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	OXIDE AND LARGE PARTICLE SIZE TITANIUM SILICALITE
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7399726	PROCESS FOR DIRECT OXIDATION OF PROPYLENE TO PROPYLENE
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7022885	PURIFICATION OF METHYL TERTIARY BUTYL ETHER
6710194	EPOXIDATION PROCESS
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7270742	ORGANOSULFUR OXIDATION PROCESS
7279145	MULTIPHASE REACTOR DESIGN INCORPORATING FILTRATION
1217193	SYSTEM FOR FIXED-BED CATALYST
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11/890183	SYSTEM FOR FIXED-BED CATALYST
7078539	CARBONATE DECOLORIZATION
7087094	DRYCLEANING METHOD USING DIPROPYLENE GLYCOL N-
	PROPYL ETHER
6762262	PREPARATION OF ACRYLIC POLYOLS
7256149	CATALYST REGENERATION PROCESS
6770790	PURIFICATION OF TERTIARY BUTYL ALCOHOL
7012167	DIISOBUTYLENE PROCESS
6870060	PRODUCT RECOVERY FROM SUPERCRITICAL MIXTURES
10/770924	EPOXIDATION PROCESS USING A MIXED CATALYST SYSTEM
7144499	DESULFURIZATION PROCESS
6884898	PROPYLENE OXIDE PROCESS
6803491	PREPARATION OF LITHIUM PHOSPHATE CATALYSTS
11/977363	DESULFURIZATION PROCESS
7182932	CATALYST PREPARATION
6958405	POLYMER-ENCAPSULATED TITANIUM ZEOLITES FOR OXIDATION

App. No./Patent No.	Title
7030255	OXIDATION PROCESS WITH IN-SITU H2O2 GENERATION AND POLYMER-ENCAPSULATED CATALYSTS THEREFOR
6984606	EPOXIDATION CATALYST
7153978	METHOD FOR PURIFYING N-METHYL-2-PYRROLIDONE
7138528	METHOD FOR CRYSTALLIZING N-VINYL-2-PYRROLIDONE
6867312	PROPYLENE OXIDE PROCESS
10/867507	CATALYST REGENERATION PROCESS
7271117	EPOXIDATION CATALYST
The state of the s	DIISOBUTYLENE PROCESS
7414164 7276464	TITANIUM ZEOLITE CATALYSTS
	TITANIUM ZEOLITE CATALYSTS
7470800	DENSE PHASE OXIDATION OF BENZENE
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6972337	EPOXIDATION PROCESS
7002026	REMOVAL OF PROPYLENE GLYCOL AND PROPYLENE GLYCOL
HD 00000	ETHERS FROM AQUEOUS STREAMS
7288237	EPOXIDATION CATALYST
6977282	PREPARATION OF DICYCLOPENTA DIENE-CONTAINING
(000000	UNSATURATED POLYESTERS
6982337	PROCESS FOR MAKING N-VINYL-2-PYRROLIDONE
7141679	PROCESS FOR MAKING N-VINYL-2-PYRROLIDONE
7144850	DRYCLEANING METHOD USING DIPROPYLENE GLYCOL
5045500	DIMETHYL ETHER
7045639	METHOD FOR PURIFYING N-(2-HYDROXYETHYL)-2-PYRROLIDONE
7026492	DIRECT EPOXIDATION PROCESS USING MODIFIERS
7084284	SEPARATION PROCESS
7057056	EPOXIDATION CATALYST
7238260	PURIFICATION OF N-(2-HYDROXYETHYL)-2-PYRROLIDONE
10/994513	DIISOBUTYLENE PROCESS
7138535	DIRECT EPOXIDATION PROCESS
6969780	PRODUCTION OF BUTANEDIOL
11/104122	CATALYST PREPARATION
11/111572	METHOD FOR RECOVERING SOLVENTS
7273826	EPOXIDATION CATALYST
7476770	EPOXIDATION CATALYST
7232783	PROPYLENE OXIDE CATALYST AND USE
7425652	PREPARATION OF ALKANOLAMINES
11/879265	PREPARATION OF ALKANOLAMINES
7253305	TERTIARY ALKYL ACETATE PREPARATION
11/254829	DIRECT EPOXIDATION PROCESS
7432384	DIRECT EPOXIDATION PROCESS
11/245708	SELECTIVE OLEFIN OLIGOMERIZATION
11/249241	POLYMER-ENCAPSULATED ION-EXCHANGE RESIN
11/312036	PROCESS FOR OXIDIZING ORGANIC COMPOUNDS
7238817	DIRECT EPOXIDATION PROCESS
7365217	OXIDATION PROCESS
7482495	PROCESS FOR MAKING ALKYLENE GLYCOL ETHER COMPOSITIONS USEFUL FOR METAL RECOVERY
7105687	PROPYLENE OXIDE PURIFICATION AND RECOVERY
	PROCESS FOR PRODUCING ALKENYL ALCOHOLS
7259280	PROCESS FOR PRODUCING ALKENYL ALCOHOLS PROCESS FOR PRODUCING HYDROGEN PEROXIDE
7357909 11/484906	DIRECT EPOXIDATION PROCESS USING A MIXED CATALYST
11/489086	SYSTEM DIRECT EPOXIDATION PROCESS USING IMPROVED CATALYST COMPOSITION

App. No./Patent	Title
No.	
11/415598	REACTION SYSTEM
11/641317	DIRECT EPOXIDATION PROCESS
11/641482	INORGANIC OXIDE EXTRUDATES
11/544326	DRYCLEANING METHOD
7271295	HYDROFORMYLATION PROCESS
7208625	REMOVING PERMANGANATE-REDUCING IMPURITIES FROM
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11/641230	PROPYLENE PRODUCTION
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11/818318	PROPYLENE PRODUCTION
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7453003	DIRECT EPOXIDATION CATALYST AND PROCESS
11/891460	DIRECT EPOXIDATION CATALYST AND PROCESS
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11/986124	PROCESS FOR PRODUCING HYDROGEN PEROXIDE
7390919	METHYL ACETATE PURIFICATION AND CARBONYLATION
11/977360	DIRECT EPOXIDATION PROCESS USING IMPROVED CATALYST
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7439405	PURIFICATION OF PROPYLENE GLYCOL MONOALKYL ETHER
12/009212	PRODUCTION OF PROPYLENE GLYCOL MONOALKYL ETHER
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12/079796	DIRECT EPOXIDATION PROCESS
12/154730	DIRECT EPOXIDATION PROCESS
12/072575	EPOXIDATION CATALYST
12/231220	PROPYLENE OXIDE PROCESS
12/077252	PREPARATION OF GLYCEROL TERT-BUTYL ETHERS
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12/156004	PRODUCTION PROCESS
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12/315605	DIISOBUTYLENE PROCESS
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12/157110	PROPYLENE OXIDE PROCESS
12/316829	CATALYST REGENERATION METHOD
12/284727	EPOXIDATION CATALYST
12/283329	PREPARATION OF ACETIC ACID
12/286229	RESIDUAL STREAM UPGRADING IN A PROPYLENE OXIDE-
	ST YRENE MONOMER PROCESS
12/313814	DIRECT HYDROCARBONYLATION PROCESS
12/290757	REMOVING IODOBENZENE COMPOUNDS FROM ACETIC ACID

App. No./Patent No.	Title
12/291628	SUPPORTED PALLADIUM-GOLD CATALYSTS AND PREPARATION OF VINYL ACETATE THEREWITH
12/316948	PURIFICATION OF ULTRALOW SULFUR DIESEL FUEL
12/315887	PREPARATION OF ACETIC ACID
12/317012	DIRECT EPOXIDATION PROCESS USING IMPROVED CATALYST
12/317749	SPRAY DRIED ZEOLITE CATALYST
12/317873	CATALYST REGENERATION
12/317794	PROPYLENE PRODUCTION
12/319247	PROPYLENE OXIDE REACTOR GAS DISTRIBUTION SYSTEM
7060787	EXTRACTION OF IMPURITIES FROM GRAFTED POLYOLEFINS
7175918	POLYOLEFIN COMPOSITIONS

PATENT SECURITY AGREEMENT

(Patents, Patent Applications and Patent Licenses)

March 3, 2009

WHEREAS, Lyondell Chemical Technology, L.P., a Delaware limited partnership (herein referred to as the "Grantor") owns, or in the case of licenses is a party to, the Patent Collateral (as defined below);

WHEREAS, LYONDELL CHEMICAL COMPANY, a Delaware corporation, as a Borrower and as Borrowers' Agent; EQUISTAR CHEMICALS, LP, a Delaware limited partnership, HOUSTON REFINING LP, a Delaware limited partnership, BASELL USA INC., a Delaware corporation and MILLENNIUM CHEMICALS INC., a Delaware corporation, and MILLENNIUM PETROCHEMICALS INC., a Virginia corporation, each as a Borrower (collectively, the "Borrowers"), the other US Guarantors party thereto, Citibank, N.A. as Administrative Agent and Collateral Agent, Citibank, N.A. as Fronting Bank and the other agents and parties thereto have entered into that Debtor-In-Possession Credit Agreement dated as of March 3, 2009 (as amended from time to time, the "Credit Agreement"); and

WHEREAS, pursuant to (i) a Guarantee and Security Agreement dated as of March 3, 2009 (as amended and/or supplemented from time to time, the "Security Agreement") among the Borrowers, the US Guarantors party thereto and Citibank, N.A. as Administrative Agent for the Secured Parties referred to therein (in such capacity, together with its successors in such capacity, the "Grantee"), and (ii) certain other Security Documents (including this Patent Security Agreement), the Grantor has guaranteed certain obligations of the Borrowers and secured such guarantee (the "Grantor's Secured Guarantee") by granting to the Grantee for the benefit of such Secured Parties a continuing security interest in personal property of the Grantor, including all right, title and interest of the Grantor in, to and under the Patent Collateral (as defined below);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby pledges and grants to the Grantee, to secure the Grantor's Secured Guarantee, a continuing security interest in all of the Grantor's right, title and interest in, to and under the following (all of the following items or types of property being herein collectively referred to as the "Patent Collateral"), whether now owned or hereafter acquired:

- (vii) each Patent owned by the Grantor, including, without limitation, each Patent or Patent application identified in Schedule I hereto;
 - (viii) cach Patent License to which the Grantor is a party; and

(ix) all Grantor's claims for, and rights to sue for, past, present or future infringements of any Patent (including, without limitation, any Patent owned by the Grantor and identified in Schedule 1), and all income, royalties, damages and payments now or hereafter due or payable with respect to any such Patent, including damages and payments for past, present or future infringements thereof, and all rights and benefits of the Grantor under any Patent License (including, without limitation, any Patent License identified in Schedule 1).

The foregoing security interest is granted in conjunction with the security interests granted by the Grantor to the Grantee pursuant to the Security Agreement. The Grantor acknowledges and affirms that the rights and remedies of the Grantee with respect to the security interest in the Patent Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein in their entireties.

Unless otherwise defined herein or the context otherwise requires, terms used in this agreement have the meanings provided or provided by reference in the Credit Agreement and the Security Agreement.

In the event of any inconsistency between the terms or conditions of this Patent Security Agreement and the terms and conditions of the Security Agreement or Credit Agreement, the terms and conditions of the Security Agreement or Credit Agreement, as applicable, shall control.

IN WITNESS WHEREOF, the Grantor has caused this Patent Security Agreement to be duly executed by its officer thereunto duly authorized as of the day first above written.

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LYONDELL CHEMICAL TECHNOLOGY, L.P.

Ву:

Name: Alan Bigman Title: Authorized Person

[SIGNATURE PAGE TO PATENT SECURITY ORANT (ABL)]

Citibank, N A, as Collateral Agent

Name

Title:

| JUNIOU PAFFE Director/Vice/President

[SIGNATURE PAGE TO PATENT SECURITY GRANT (ABL)]

PATENT REEL: 022708 FRAME: 0842

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