

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ashland Inc.		06/29/2005	CORPORATION: KENTUCKY

RECEIVING PARTY DATA	
Name:	Ashland Licensing and Intellectual Property LLC
Street Address:	5200 Blazer Parkway
City:	Dublin
State/Country:	OHIO
Postal Code:	43017
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 453

Property Type	Number	Word Mark
Registration Number:	2117446	# 1 IN TAPES, ADHESIVES & SEALANTS
Registration Number:	2012756	ACC/ME
Registration Number:	1030434	ACCOSET
Registration Number:	1209439	AD-DRAW
Registration Number:	1452693	ADJUNCT
Registration Number:	1812634	ADVANTAGE PLUS
Registration Number:	1383389	AEROCARB
Registration Number:	1024421	AGK
Registration Number:	2367580	ALDANAL
Registration Number:	2291083	ALDECHEM
Registration Number:	2234100	AME 1000
Registration Number:	1739323	AME 4000
Registration Number:	1809846	AME 5000
Registration Number:	976197	AMERCOR

CH \$11340.00 2117446

Registration Number:	985721	AMEREL
Registration Number:	1069582	AMERFLOC
Registration Number:	1054326	AMERFLON
Registration Number:	1591572	AMERGEL
Registration Number:	1405406	AMERGIZE
Registration Number:	1012530	AMERGY
Registration Number:	770182	AMEROID
Registration Number:	1754734	AMEROX
Registration Number:	1099925	AMEROYAL
Registration Number:	1507642	AMER PAC
Registration Number:	1053931	AMERPACK
Registration Number:	1091607	AMERSCENT
Registration Number:	1038352	AMERSEP
Registration Number:	969456	AMERSITE
Registration Number:	1039961	AMERSPERSE
Registration Number:	996036	AMERSTAT
Registration Number:	973181	AMERTROL
Registration Number:	1038353	AMERZINE
Registration Number:	1423490	ARIMAX
Registration Number:	2872039	AROCURE
Registration Number:	371399	AROFENE
Registration Number:	2664186	AROGUARD
Registration Number:	2143547	AROMELT
Registration Number:	2518045	AROMELT FUTURA
Registration Number:	761506	AROSET
Registration Number:	805859	AROTAP
Registration Number:	1482873	AROTECH
Registration Number:	1625476	AROTRAN
Registration Number:	927573	ASHLAND
Registration Number:	847539	ASHLAND
Registration Number:	872353	ASHLAND
Registration Number:	881118	ASHLAND
Registration Number:	840704	ASHLAND
Registration Number:	921002	ASHLAND
Registration Number:	927572	ASHLAND

Registration Number:	1753501	ASHLAND
Registration Number:	920527	ASHLAND
Registration Number:	1981695	ASHLAND
Registration Number:	1012512	BIOSPERSE
Registration Number:	1439722	CENTRIFICOTE
Registration Number:	2238306	CERAMACORE
Registration Number:	1792266	CHARGE PAC
Registration Number:	1756313	CHEM-REZ
Registration Number:	868908	CHEMISTAT
Registration Number:	420805	CHEMISTAT
Registration Number:	1536371	CYCLE TIME
Registration Number:	797933	DERAKANE
Registration Number:	915737	DERAKANE
Registration Number:	1415457	DEWT
Registration Number:	1786375	DIOLTECH
Registration Number:	2851683	DREW HATCH GRIP
Registration Number:	1480337	DREWAMINE
Registration Number:	1891882	DREWBROM
Registration Number:	1254199	DREWCHLOR
Registration Number:	1252665	DREWCLEAN
Registration Number:	1816545	DREWCOR
Registration Number:	1077204	DREWFAX
Registration Number:	628085	DREWFLOC
Registration Number:	2656786	DREWFLUX
Registration Number:	2049903	DREWFRESH
Registration Number:	2170089	DREWGARD
Registration Number:	1125892	DREWGARD
Registration Number:	1505567	DREW PAC
Registration Number:	1979849	DREWPHOS
Registration Number:	1810344	DREWPLEX
Registration Number:	1281980	DREWPLUS
Registration Number:	1068788	DREWSPERSE
Registration Number:	2162383	DREWTHIX
Registration Number:	1821051	DREW TRAX
Registration Number:	1810343	DREWTROL

Registration Number:	2433556	DREWZYME
Registration Number:	1796206	DWS
Registration Number:	1396571	
Registration Number:	1400812	
Registration Number:	1116784	EMAMELT
Registration Number:	1394537	EMAWELD
Registration Number:	1099126	ENVIREZ
Registration Number:	2074233	ENVIROCARE
Registration Number:	1252086	ENVIROMATE
Registration Number:	2973885	ENVIROPLUS
Registration Number:	2570118	ENZYBATE
Registration Number:	2030458	EPOXALLOY
Registration Number:	2586178	EXACTCALC
Registration Number:	2174062	EXACTCAST
Registration Number:	2560387	EXACTHERM
Registration Number:	2648897	EZASHLAND
Registration Number:	2243806	FERROCLEAN
Registration Number:	1049319	FERROFILM
Registration Number:	2462803	FIDONLINE
Registration Number:	2448015	FOAMGRIP
Registration Number:	1851836	FURECOL
Registration Number:	2240335	GLASGRIP
Registration Number:	1642389	GP
Registration Number:	2778906	GPASHLAND
Registration Number:	2566963	GPEZORDER
Registration Number:	895780	GREEN BOND
Registration Number:	651652	HETROLAC
Registration Number:	596169	HETRON
Registration Number:	897170	HI-SOL
Registration Number:	1778942	HIVAL
Registration Number:	2045417	HOODSTACK
Registration Number:	1090584	INSTA-DRAW
Registration Number:	1356061	ISOCOTE
Registration Number:	849239	ISOCURE
Registration Number:	964819	ISOCURE

Registration Number:	952528	ISOCURE
Registration Number:	1847019	ISOCYCLE
Registration Number:	1311799	ISOFLO
Registration Number:	1829768	ISOGRIP
Registration Number:	2464507	ISOMAX
Registration Number:	2169561	ISOMELT
Registration Number:	1339873	ISOPASTE
Registration Number:	2185956	ISOSEAL
Registration Number:	1693877	ISOSET
Registration Number:	2907089	ISOTUBE
Registration Number:	813747	KEM-KURE
Registration Number:	806567	LINO-CURE
Registration Number:	951655	LIQUI PASTE
Registration Number:	1510565	MAGNAKOTE
Registration Number:	2589642	MAGNASET
Registration Number:	1636596	MAX-GUARD
Registration Number:	1181734	MAXIGARD
Registration Number:	1467847	MEKOR
Registration Number:	1561691	MESOPITCH
Registration Number:	1047434	METONATE
Registration Number:	816012	MICRO BOND
Registration Number:	1271395	MILLSPERSE
Registration Number:	1678177	MODAR
Registration Number:	1247464	NEULON
Registration Number:	2498575	NOVACURE
Registration Number:	1558668	NOVASET
Registration Number:	1737869	NOVATHANE
Registration Number:	1985920	OMEGA SET
Registration Number:	1781208	ONGUARD
Registration Number:	1935767	ONGUARD
Registration Number:	1218684	P-U-L-S-E
Registration Number:	931061	PEP SET
Registration Number:	1525072	PERFORMAX
Registration Number:	1412830	PHASE ALPHA
Registration Number:	1957505	PHASE BETA

Registration Number:	2486060	PHASE DELTA
Registration Number:	1999132	PHASE EPSILON
Registration Number:	1457079	PHASE OMEGA
Registration Number:	1042594	PLIO-NAIL
Registration Number:	1508122	PLIO-SEAM
Registration Number:	1498206	PLIO-TAC
Registration Number:	400375	PLIOBOND
Registration Number:	2454143	PLIODECK
Registration Number:	1449138	PLIOGRIP
Registration Number:	642752	PLIOTAC
Registration Number:	2112585	POLARIS
Registration Number:	2031123	POWERBOOST
Registration Number:	1968763	PRELAM
Registration Number:	1777569	PROTECSOL
Registration Number:	1870261	PROTO-SET
Registration Number:	2488216	PURELAM
Registration Number:	2420009	SOLVESTER
Registration Number:	2973666	SONOXIDE
Registration Number:	2586599	STA-HOT
Registration Number:	872448	STOP-SOOT
Registration Number:	1769576	SURESPERSE
Registration Number:	1753497	SURETEX
Registration Number:	2483567	THE SITE THAT NEVER SLEEPS
Registration Number:	1942188	THE SUPERIOR ALTERNATIVE
Registration Number:	1265438	THERMOSOL
Registration Number:	1896880	TRAKSET
Registration Number:	1020870	
Registration Number:	1025522	
Registration Number:	1020850	
Registration Number:	1023652	
Registration Number:	1951669	ULTRA-SERV
Registration Number:	1295313	URALLOY
Registration Number:	2044680	VALUGARD
Registration Number:	1735924	VEINO
Registration Number:	818905	VELVA COAT

Registration Number:	812338	VELVALITE
Registration Number:	812339	VELVAPLAST
Registration Number:	972637	VELVASEAL
Registration Number:	950186	VELVASOL
Registration Number:	811535	VELVAWASH
Registration Number:	1403612	WEP
Registration Number:	1087935	ZIP STIK
Registration Number:	812340	ZIP-SLIP
Registration Number:	1980259	#1 NUMBER ONE CHOICE OF TOP MECHANICS
Registration Number:	2353663	1
Registration Number:	2264777	1
Registration Number:	1386498	10, 10, 10
Registration Number:	2242324	20/20 PERFECT VISION
Registration Number:	2474391	20 20 PERFECT VISION
Registration Number:	2279002	20/20 PERFECT VISION RAIN GARD
Registration Number:	798029	A.O.K.
Registration Number:	2323944	A2Z
Registration Number:	1083124	ADCOOL
Registration Number:	1574260	ADCUT
Registration Number:	1104600	ADKLEEN
Registration Number:	1095589	ADSOL
Registration Number:	1183419	ALL-CLIMATE
Registration Number:	1266056	ALUGARD
Registration Number:	2731533	AUTO ELEGANCE CAR WASH CHEMISTRY WITH CLASS
Registration Number:	2726717	AUTO ELEGANCE CAR WASH CHEMISTRY WITH CLASS
Registration Number:	1021364	BLUE MAX
Registration Number:	1570585	BUILT ON QUALITY...DRIVEN BY PERFORMANCE
Registration Number:	1514246	BUMPER KOTE
Registration Number:	1398211	BUTTER WAX
Registration Number:	1399136	CAR BRITE
Registration Number:	1539951	CAR BRITE SUPER-CUT
Registration Number:	1415504	CAR BRITE SUPER SEAL
Registration Number:	2286621	CARS. WE KNOW 'EM. WE LOVE 'EM.
Registration Number:	1926247	CERULEAN
Registration Number:	1386497	CLEAN-ALL

Registration Number:	2373425	CLEAR PERFORMANCE
Registration Number:	2365024	CLING FREE
Registration Number:	2320315	
Registration Number:	2572533	CONCOURS
Registration Number:	1389623	CRYSTAL BUFF
Registration Number:	1405424	CRYSTAL FINISH
Registration Number:	1389624	CRYSTAL SHINE
Registration Number:	1575539	
Registration Number:	2717227	
Registration Number:	1966893	DRIVEAWAY
Registration Number:	2274919	DURABLEND
Registration Number:	1873538	DURABLEND
Registration Number:	2137327	DURABLEND
Registration Number:	1411953	
Registration Number:	1130649	EAGLE 1
Registration Number:	1724919	EAGLE 1 ONE
Registration Number:	1957582	EAGLE 1 ONE WET WET-LOOK CAR POLISH
Registration Number:	1649449	EAGLE ONE
Registration Number:	2730126	EAGLE ONE
Registration Number:	2368393	EAGLE ONE
Registration Number:	1467894	EAGLE ONE
Registration Number:	1466117	EAGLE ONE
Registration Number:	1638817	EAGLE ONE
Registration Number:	2222800	EAGLE ONE DASH GARD
Registration Number:	1951966	EAGLE ONE WET
Registration Number:	2213261	EAGLE ONE ZAP
Registration Number:	2799776	ENVISION
Registration Number:	2709771	ENVISION
Registration Number:	2807934	EXPRESS CARE
Registration Number:	2518038	EXPRESS CARE
Registration Number:	2302463	EXTREME
Registration Number:	1596322	E-Z OPEN SHOWCASE
Registration Number:	2502809	FARMPRO
Registration Number:	2599011	FINGER POCKETS
Registration Number:	848458	FLEX-O-FIX

Registration Number:	1757837	FOR TODAY'S SMARTER CARS
Registration Number:	2271712	FORMULATED WITH UVX ULTRA-VIOLET INHIBITOR
Registration Number:	2732854	G-05
Registration Number:	2759578	G-93
Registration Number:	0038631	GALENA
Registration Number:	1981545	GLOSS BOSS
Registration Number:	1936861	ACCU-BLEND
Registration Number:	0566363	HPO
Registration Number:	1445890	HYDROIL
Registration Number:	1486606	
Registration Number:	1693870	IG-LO
Registration Number:	1583164	IG-LO
Registration Number:	1457872	INJECTOR CARE
Registration Number:	1687316	INSTANT OIL
Registration Number:	1480007	INSTANT OIL CHANGE
Registration Number:	1387960	KWIK-BUFF
Registration Number:	1390469	LIQUID MACHINE COMPOUND
Registration Number:	1404526	MAC'S
Registration Number:	1066534	MAC'S
Registration Number:	643809	MAC'S
Registration Number:	1011993	MAC'S
Registration Number:	794588	MAC'S
Registration Number:	648046	MAC'S
Registration Number:	649930	MAC'S
Registration Number:	2502309	MAC'S
Registration Number:	661755	MAC'S
Registration Number:	804402	MAC'S SPARKLE
Registration Number:	2574320	MAX LIFE
Registration Number:	2621773	MAX LIFE
Registration Number:	2518757	MAX LIFE
Registration Number:	2846048	MAX LIFE
Registration Number:	2630385	MAXGLOSS
Registration Number:	2518758	MAXLIFE
Registration Number:	2513312	MAXLIFE
Registration Number:	2579795	MAXLIFE

Registration Number:	1507716	MOTOR OIL IS NOT JUST MOTOR OIL
Registration Number:	2143856	MVP
Registration Number:	2169536	MVP MAXIMUM VEHICLE PERFORMANCE
Registration Number:	2865407	NANOWAX
Registration Number:	1462276	NITROBLUE
Registration Number:	2631570	
Registration Number:	2948632	OPTIMUM CHOICE
Registration Number:	1991740	PALLADIUM
Registration Number:	1570584	PEOPLE WHO KNOW USE VALVOLINE
Registration Number:	1562586	PEOPLE WHO KNOW WHAT THEY'RE DOING
Registration Number:	2711672	PERFORMANCE SYSTEM
Registration Number:	2813339	PERFORMANCE SYSTEM 2
Registration Number:	2810962	PERFORMANCE SYSTEM 2
Registration Number:	1308412	POST
Registration Number:	2385894	POST TRAK
Registration Number:	1386499	POWER-PAK
Registration Number:	1543190	PREMIUM BLUE
Registration Number:	2935116	PREVENTIVE CARE FOR MY CAR. PEACE OF MIND FOR ME.
Registration Number:	2408419	PRODETAIL
Registration Number:	2227867	PRODETAIL
Registration Number:	1708758	PROJECT TERRA
Registration Number:	1484956	PROMAX
Registration Number:	1921174	PYROIL
Registration Number:	1606099	PYROIL
Registration Number:	1883225	PYROIL
Registration Number:	2555933	PYROIL
Registration Number:	1704066	PYROIL
Registration Number:	1202461	PYROIL
Registration Number:	566641	PYROIL
Registration Number:	1873056	QUICK QUART
Registration Number:	2722047	RAPID CARE
Registration Number:	2766631	RAPID CARE
Registration Number:	1542903	RAPID OIL CHANGE
Registration Number:	2567931	SHAKE & SHINE

Registration Number:	1505504	SNAPPY SHINE
Registration Number:	1770936	SOLUTIONS FOR A CHANGING ENVIRONMENT
Registration Number:	2534930	SPIRIT
Registration Number:	2848983	SPIRIT FOAM
Registration Number:	1388750	SUPER GLAZE
Registration Number:	1464198	SUPER HPO
Registration Number:	1872897	SUPER-PRO
Registration Number:	1906265	SYN GARD
Registration Number:	1570586	SYNPOWER
Registration Number:	2362112	SYNPOWER
Registration Number:	2820051	SYNPOWER
Registration Number:	2329345	SYNPOWER
Registration Number:	0568594	T.R.A.
Registration Number:	1477084	TAKE IT TO THE CHANGE GANG
Registration Number:	2222799	TANNERS CHOICE
Registration Number:	1465792	TEAM VALVOLINE
Registration Number:	0969457	TECALOY
Registration Number:	1386495	THE CONVERTER
Registration Number:	1494526	THE DIP-STICK
Registration Number:	1912108	THE PUMP
Registration Number:	1657914	THE TEMPERATURE NEVER DROPS BELOW ZEREX
Registration Number:	1464117	THERMO-AID
Registration Number:	2321328	TIRE SWIPES
Registration Number:	2032929	TM8
Registration Number:	1403577	ULTIMATE CARNAUBA CREME WAX
Registration Number:	2259917	ULTRAMAX
Registration Number:	926385	ULTRAMAX
Registration Number:	2271713	UV-X ULTRA-VIOLET INHIBITOR
Registration Number:	2471036	V
Registration Number:	2046369	V
Registration Number:	867342	V
Registration Number:	1521475	V
Registration Number:	2015438	V
Registration Number:	1955557	V
Registration Number:	2541131	V

Registration Number:	2353664	V
Registration Number:	2429392	V
Registration Number:	1084464	V VALVOLINE
Registration Number:	1084778	V VALVOLINE
Registration Number:	1072043	V-VALVOLINE
Registration Number:	700385	V VALVOLINE
Registration Number:	820565	V VALVOLINE
Registration Number:	1812221	VALVOLINE V
Registration Number:	1064260	V VALVOLINE
Registration Number:	1330445	V VALVOLINE ALL-CLIMATE
Registration Number:	2913216	V VALVOLINE INSTANT OIL CHANGE
Registration Number:	2118621	V VALVOLINE INSTANT OIL CHANGE
Registration Number:	2005928	V. VALVOLINE. PERFORMANCE TEAM
Registration Number:	2709851	V VALVOLINE RACING
Registration Number:	2771516	V VALVOLINE RACING
Registration Number:	1170865	VAL-PLEX EP
Registration Number:	1545958	VALVOLINE
Registration Number:	1763023	VALVOLINE
Registration Number:	1518667	VALVOLINE
Registration Number:	2381152	VALVOLINE
Registration Number:	2456246	VALVOLINE
Registration Number:	1744261	VALVOLINE
Registration Number:	1601798	VALVOLINE
Registration Number:	436821	VALVOLINE
Registration Number:	53237	VALVOLINE
Registration Number:	1059021	VALVOLINE
Registration Number:	1750962	VALVOLINE
Registration Number:	1485060	VALVOLINE
Registration Number:	1064261	VALVOLINE
Registration Number:	1072044	VALVOLINE
Registration Number:	2420771	VALVOLINE
Registration Number:	1981703	VALVOLINE
Registration Number:	1084465	VALVOLINE
Registration Number:	1084779	VALVOLINE
Registration Number:	2379468	VALVOLINE

Registration Number:	1463629	VALVOLINE
Registration Number:	670453	VALVOLINE
Registration Number:	820566	VALVOLINE
Registration Number:	0739915	VALVOLINE
Registration Number:	514070	VALVOLINE
Registration Number:	1467912	VALVOLINE ALL-FLEET
Registration Number:	1373335	VALVOLINE ALL-FLEET
Registration Number:	56816	VALVOLINE
Registration Number:	1531277	VALVOLINE INSTANT OIL CHANGE
Registration Number:	2237483	VALVOLINE OPTIMUM CHOICE
Registration Number:	2186253	VALVOLINE OPTIMUM CHOICE
Registration Number:	2417267	VALVOLINE PROFESSIONAL
Registration Number:	1447069	VALVOLINE RACING
Registration Number:	1377830	VALVOLINE TURBO
Registration Number:	671717	VALVOLUBE
Registration Number:	2418214	VALVOSEAL
Registration Number:	2411245	VR1
Registration Number:	2641324	WAX AS-U-DRY
Registration Number:	2568009	WIPE & SHINE
Registration Number:	1574255	WORLD'S FIRST - WORLD'S FINEST
Registration Number:	1386496	WOW
Registration Number:	0743665	X-ALL
Registration Number:	1538827	XLD
Registration Number:	2636789	XPRESS-IT
Registration Number:	2590956	XPRESS-IT
Registration Number:	2388554	YOU CAN ALWAYS TELL THE FLEETS WHO USE VALVOLINE
Registration Number:	2423897	YOU CAN ALWAYS TELL THE GUYS WHO USE VALVOLINE
Registration Number:	1746649	ZEREX
Registration Number:	1746651	ZEREX
Registration Number:	1565666	ZEREX
Registration Number:	1744162	ZEREX
Registration Number:	1707694	ZEREX
Registration Number:	375555	ZEREX
Registration Number:	1563415	ZEREX

Registration Number:	2064157	ZEREX
Registration Number:	2051116	ZEREX
Serial Number:	75727659	ASHLAND PAVING AND CONSTRUCTION
Serial Number:	76636809	COMBOMAR
Serial Number:	78231157	DERAKANE POOLMAX
Serial Number:	76560242	EDGE
Serial Number:	76618068	EMABOND
Serial Number:	76618172	EMABOND SYSTEMS
Serial Number:	76478064	INSTINT
Serial Number:	76279251	ISO-FAST
Serial Number:	76630567	ISOCURE FOCUS
Serial Number:	76636603	PATHGUARD
Serial Number:	78569743	BLACK PEARL
Serial Number:	78542257	DURA BLEND
Serial Number:	78341267	1
Serial Number:	76442977	EAGLE ONE
Serial Number:	78531559	SYN POWER
Serial Number:	76373450	THE VALVOLINE CUP
Serial Number:	78233576	V VALVOLINE ON SITE
Serial Number:	76354851	WET
Registration Number:	2649910	EKADURE

CORRESPONDENCE DATA

Fax Number: (614)790-4268
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 6147903105
Email: pecarothers@ashland.com
Correspondent Name: Patricia Carothers/Ashland Inc.
Address Line 1: 5200 Blazer Parkway
Address Line 2: DA5
Address Line 4: Dublin, OHIO 43017

NAME OF SUBMITTER:	Patricia Carothers
Signature:	/Patricia Carothers/
Date:	08/12/2005

Total Attachments: 12
source=Trademark Assignment2#page1.tif

source=Trademark Assignment2#page2.tif
source=Trademark Assignment2#page3.tif
source=Trademark Assignment2#page4.tif
source=Trademark Assignment2#page5.tif
source=Trademark Assignment2#page6.tif
source=Trademark Assignment2#page7.tif
source=Trademark Assignment2#page8.tif
source=Trademark Assignment2#page9.tif
source=Trademark Assignment2#page10.tif
source=Trademark Assignment2#page11.tif
source=Trademark Assignment2#page12.tif

ASSIGNMENT

WHEREAS, **Ashland Inc.**, a corporation organized under the laws of the State of Kentucky, United States of America, whose address is 50 E. RiverCenter Boulevard, Covington, Kentucky 41012-0391, United States of America, ("Assignor"), has adopted and used and is the owner of the trademarks and service marks, and the United States applications and registrations therefor, shown on the attached Exhibit A, (hereinafter the "Trademarks") and related goodwill;

WHEREAS, **Ashland Licensing and Intellectual Property LLC**, a limited liability company organized under the laws of the State of Delaware, United States of America, whose address is 5200 Blazer Parkway, Dublin, Ohio 43017, United States of America, ("Assignee"), desires to acquire the Trademarks and related goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Trademarks, including all claims for damages for past infringement, together with the goodwill of the business symbolized by the Trademarks.

This Assignment is effective as of **June 29, 2005**.

Ashland Inc.

By: Thomas F. Davis *TFD*
Thomas F. Davis
Assistant Secretary

STATE OF OHIO) ss.
COUNTY OF FRANKLIN)

On this 29th day of June, 2005, Thomas F. Davis, personally appeared and executed the foregoing instrument before me and acknowledged that he executed the same, of his own free will and for the purposes set forth with authority to do so.

Patricia E. Carothers
Notary Public



PATRICIA E. CAROTHERS
Notary Public, State of Ohio
My Commission Expires 01/17/2010

pec\06d6376d

**EXHIBIT A
UNITED STATES**

TRADEMARK	REGISTRATION NO.	APPLICATION NO.
#1 IN TAPES, ADHESIVES & SEALANTS	2117446	
ACC/ME	2012756	
ACCOSET	1030434	
AD-DRAW	1209439	
ADJUNCT	1452693	
ADVANTAGE PLUS	1812634	
AEROCARB	1383389	
AGK	1024421	
ALDANAL	2367580	
ALDECHEM	2291083	
AME 1000	2234100	
AME 4000	1739323	
AME 5000	1809846	
AMERCOR	976197	
AMEREL	985721	
AMERFLOC	1069582	
AMERFLON	1054326	
AMERGEL	1591572	
AMERGIZE	1405406	
AMERGY	1012530	
AMEROID	770182	
AMEROX	1754734	
AMEROYAL	1099925	
AMERPAC	1507642	
AMERPACK	1053931	
AMERSCENT	1091607	
AMERSEP	1038352	
AMERSITE	969456	
AMERSPERSE	1039961	
AMERSTAT	996036	
AMERTROL	973181	
AMERZINE	1038353	
ARIMAX	1423490	
AROCURE	2872039	
AROFENE	371399	
AROGUARD	2664186	
AROMELT	2143547	
AROMELT FUTURA	2518045	
AROSSET	761506	
AROTAP	805859	
AROTECH	1482873	
AROTRAN	1625476	
ASHLAND LOGO	927573	
ASHLAND LOGO	847539	

ASHLAND LOGO	872353	
ASHLAND LOGO	881118	
ASHLAND	840704	
ASHLAND	921002	
ASHLAND	927572	
ASHLAND	1753501	
ASHLAND AND DESIGN	920527	
ASHLAND AND DESIGN	1981695	
ASHLAND PAVING AND CONSTRUCTION		75/727659
BIOSPERSE	1012512	
CENTRICOTE	1439722	
CERAMACORE	2238306	
CHARGEPAK	1792266	
CHEM-REZ	1756313	
CHEMISTAT	868908	
CHEMISTAT	420805	
COMBOMAR		76/636809
CYCLE TIME	1536371	
DERAKANE	797933	
DERAKANE	915737	
DERAKANE POOLMAX		78/231157
DEWT	1415457	
DIOLTECH	1786375	
DREW HATCH GRIP	2851683	
DREWAMINE	1480337	
DREWBROM	1891882	
DREWCHLOR	1254199	
DREWCLEAN	1252665	
DREWCOR	1816545	
DREWFAX	1077204	
DREWFLOC	628085	
DREWFLUX	2656786	
DREWFRESH	2049903	
DREWGARD	2170089	
DREWGARD	1125892	
DREWPAC	1505567	
DREWPHOS	1979849	
DREWPLEX	1810344	
DREWPLUS	1281980	
DREWSPERSE	1068788	
DREWTHIX	2162383	
DREWTRAX AND DESIGN	1821051	

DREWROL	1810343	
DREWZYME	2433556	
DWS	1796206	
EDGE		76/560242
EKADURE	2649910	
EMABOND		76/618068
DESIGN	1396571	
DESIGN	1400812	
EMABOND SYSTEMS		76/618172
EMAMELT	1116784	
EMAWELD	1394537	
ENVIREZ	1099126	
ENVIROCARE	2074233	
ENVIROMATE	1252086	
ENVIROPLUS	2973885	
ENZYBATE	2570118	
EPOXALLOY	2030458	
EXACTCALC	2586178	
EXACTCAST	2174062	
EXACTHERM	2560387	
EZASHLAND	2648897	
FERROCLEAN	2243806	
FERROFILM	1049319	
FIDONLINE	2462803	
FOAMGRIP	2448015	
FURECOL	1851836	
GLASGRIP	2240335	
GP	1642389	
GPASHLAND	2778906	
GPEZORDER	2566963	
GREEN BOND	895780	
HETROLAC	651652	
HETRON	596169	
HI-SOL	897170	
HIVAL	1778942	
HOODSTACK	2045417	
INSTA-DRAW	1090584	
INSTINT		76/478064
ISO-FAST		76/279251
ISOCOTE	1356061	
ISOCURE	849239	
ISOCURE	964819	
ISOCURE	952528	

ISOCURE FOCUS		76/630567
ISOCYCLE	1847019	
ISOFLO	1311799	
ISOGRIP	1829768	
ISOMAX	2464507	
ISOMELT	2169561	
ISOPASTE	1339873	
ISOSEAL	2185956	
ISOSET	1693877	
ISOTUBE	2907089	
KEM-KURE	813747	
LINO-CURE	806567	
LIQUI PASTE	951655	
MAGNAKOTE	1510565	
MAGNASET	2589642	
MAX-GUARD	1636596	
MAXIGARD	1181734	
MEKOR	1467847	
MESOPITCH	1561691	
METONATE	1047434	
MICRO BOND	816012	
MILLSPERSE	1271395	
MODAR	1678177	
NEULON	1247464	
NOVACURE	2498575	
NOVASET	1558668	
NOVATHANE	1737869	
OMEGA SET	1985920	
ONGUARD	1781208	
ONGUARD	1935767	
P-U-L-S-E	1218684	
PATHGUARD		76/636603
PEP SET	931061	
PERFORMAX	1525072	
PHASE ALPHA	1412830	
PHASE BETA	1957505	
PHASE DELTA	2486060	
PHASE EPSILON	1999132	
PHASE OMEGA	1457079	
PLIO-NAIL	1042594	
PLIO-SEAM	1508122	
PLIO-TAC	1498206	
PLIOBOND	400375	

PLIODECK	2454143	
PLIOGRIP	1449138	
PLIOTAC	642752	
POLARIS	2112585	
POWERBOOST	2031123	
PRELAM	1968763	
PROTECSOL	1777569	
PROTO-SET	1870261	
PURELAM	2488216	
SOLVESTER	2420009	
SONOXIDE	2973666	
STA-HOT	2586599	
STOP-SOOT	872448	
SUREPERSE	1769576	
SURETEX	1753497	
THE SITE THAT NEVER SLEEPS	2483567	
THE SUPERIOR ALTERNATIVE	1942188	
THERMOSOL	1265438	
TRAKSET	1896880	
TRITON LOGO	1020870	
TRITON LOGO	1025522	
TRITON LOGO	1020850	
TRITON LOGO	1023652	
ULTRA-SERV	1951669	
URALLOY	1295313	
VALUGARD	2044680	
VEINO	1735924	
VELVA COAT	818905	
VELVALITE	812338	
VELVAPLAST	812339	
VELVASEAL	972637	
VELVASOL	950186	
VELVAWASH	811535	
WEP	1403612	
ZIP STIK	1087935	
ZIP-SLIP	812340	
#1 CHOICE OF TOP MECHANICS & DESIGN	1980259	
1 & DESIGN	2353663	
1 & DESIGN	2264777	
10, 10, 10	1386498	
20/20 PERFECT VISION (& DESIGN)	2242324	
20/20 PERFECT VISION (& DESIGN)	2474391	
20/20 PERFECT VISION RAIN GARD	2279002	

A.O.K.	798029	
A2Z	2323944	
ADCOOL	1083124	
ADCUT	1574260	
ADKLEEN	1104600	
ADSOL (WORD)	1095589	
ALL-CLIMATE (WORDS)	1183419	
ALUGARD	1266056	
AUTO ELEGANCE CAR WASH CHEMISTRY WITH CLASS	2731533	
AUTO ELEGANCE CAR WASH CHEMISTRY WITH CLASS	2726717	
BLACK PEARL		78/569743
BLUE MAX	1021364	
BUILT ON QUALITY...DRIVEN BY PERFORMANCE	1570585	
BUMPER KOTE	1514246	
BUTTER WAX	1398211	
CAR BRITE (DESIGN)	1399136	
CAR BRITE SUPER CUT (DESIGN)	1539951	
CAR BRITE SUPER SEAL (DESIGN)	1415504	
CARS. WE KNOW 'EM. WE LOVE 'EM.	2286621	
CERULEAN	1926247	
CLEAN-ALL	1386497	
CLEAR PERFORMANCE	2373425	
CLING FREE	2365024	
COLOR STRIPES LOGO (MISC. DESIGN)	2320315	
CONCOURS	2572533	
CRYSTAL BUFF	1389623	
CRYSTAL FINISH	1405424	
CRYSTAL SHINE	1389624	
CYLINDRICAL SIGN CONFIGURATION	1575539	
DESIGN	2717227	
DRIVEAWAY	1966893	
DURA BLEND (TWO WORDS) STACKED		78/542257
DURABLEND	2274919	
DURABLEND	1873538	
DURABLEND	2137327	
EAGLE (DESIGN ONLY)	1411953	
EAGLE 1	1130649	
EAGLE 1 in Circle		78/341267
EAGLE 1 ONE (& DESIGN)	1724919	
EAGLE 1 ONE WET WET-LOOK CAR POLISH (& DESIGN)	1957582	

EAGLE ONE	1649449	
EAGLE ONE	2730126	
EAGLE ONE	2368393	
EAGLE ONE	1467894	
EAGLE ONE (STYLIZED)	1466117	
EAGLE ONE (WORD ONLY)	1638817	
EAGLE ONE (WORD ONLY)		76/442977
EAGLE ONE DASH GARD	2222800	
EAGLE ONE WET (WORDS)	1951966	
EAGLE ONE ZAP	2213261	
ENVISION (NEW DESIGN)	2799776	
ENVISION (WORD)	2709771	
EXPRESS CARE	2807934	
EXPRESS CARE (DESIGN)	2518038	
EXTREME	2302463	
EZ OPEN SHOWCASE	1596322	
FARMPRO	2502809	
FINGER POCKETS (WORD)	2599011	
FLEX-O-FIX	848458	
FOR TODAY'S SMARTER CARS	1757837	
FORMULATED WITH UVX ULTRA-VIOLET INHIBITOR (DESIGN)	2271712	
G-05	2732854	
G-93	2759578	
GALENA	0038631	
GLOSS BOSS	1981545	
HANDS OFF	1936861	
HPO	0566363	
HYDROIL (WORD)	1445890	
IG-LO (ICE HOUSE WITH SUNBURST DESIGN)	1486606	
IG-LO (WORD & DESIGN)	1693870	
IG-LO (WORD)	1583164	
INJECTOR CARE (WORD)	1457872	
INSTANT OIL	1687316	
INSTANT OIL CHANGE	1480007	
KWIK-BUFF	1387960	
LIQUID MACHINE COMPOUND	1390469	
MAC'S (& DESIGN)	1404526	
MAC'S (& DESIGN)	1066534	
MAC'S (& DESIGN)	643809	
MAC'S (& DESIGN)	1011993	
MAC'S (& DESIGN)	794588	
MAC'S (STYLIZED)	648046	

MAC'S (STYLIZED)	649930	
MAC'S (WORD)	2502309	
MAC'S (WORD)	661755	
MAC'S SPARKLE (& DESIGN)	804402	
MAX LIFE (2WORDS)	2574320	
MAX LIFE (2WORDS)	2621773	
MAX LIFE (2WORDS)	2518757	
MAX LIFE (2WORDS)	2846048	
MAXGLOSS	2630385	
MAXLIFE	2518758	
MAXLIFE	2513312	
MAXLIFE	2579795	
MOTOR OIL IS NOT JUST MOTOR OIL	1507716	
MVP (AND DESIGN)	2143856	
MVP MAXIMUM VEHICLE PERFORMANCE (AND DESIGN)	2169536	
NANOWAX	2865407	
NITROBLUE	1462276	
ODOMETER (DESIGN)	2631570	
OPTIMUM CHOICE	2948632	
PALLADIUM	1991740	
PEOPLE WHO KNOW USE VALVOLINE	1570584	
PEOPLE WHO KNOW WHAT THEY'RE DOING	1562586	
PERFORMANCE SYSTEM	2711672	
PERFORMANCE SYSTEM 2	2813339	
PERFORMANCE SYSTEM 2	2810962	
POST	1308412	
POST TRAK AND DESIGN	2385894	
POWER-PAK	1386499	
PREMIUM BLUE	1543190	
PREVENTIVE CARE FOR MY CAR.PEACE OF MIND FOR ME.	2935116	
PRODETAIL	2408419	
PRODETAIL (STYLIZED)	2227867	
PROJECT TERRA & GLOBE DESIGN	1708758	
PROMAX	1484956	
PYROIL (DESIGN) (OIL DROP OVER Y)	1921174	
PYROIL (DESIGN) (OIL DROP OVER Y)	1606099	
PYROIL (DESIGN) (OIL DROP OVER Y)	1883225	
PYROIL (DESIGN) (OIL DROP OVER Y)	2555933	
PYROIL (WORD)	1704066	
PYROIL (WORD)	1202461	
PYROIL (WORD)	566641	

QUICK QUART	1873056	
RAPID CARE (DESIGN)	2722047	
RAPID CARE (WORD)	2766631	
RAPID OIL CHANGE (& DESIGN)	1542903	
SHAKE & SHINE	2567931	
SNAPPY SHINE	1505504	
SOLUTIONS FOR A CHANGING ENVIRONMENT	1770936	
SPIRIT (WORD)	2534930	
SPIRIT FOAM (LOGO)	2848983	
SUPER GLAZE	1388750	
SUPER HPO	1464198	
SUPER-PRO	1872897	
SYN GARD	1906265	
SYN POWER (TWO WORDS) STACKED		78/531559
SYNPOWER	1570586	
SYNPOWER	2362112	
SYNPOWER	2820051	
SYNPOWER	2329345	
T.R.A.	0568594	
TAKE IT TO THE CHANGE GANG	1477084	
TANNER'S CHOICE & DESIGN	2222799	
TEAM VALVOLINE (WORD)	1465792	
TECALOY (WORD)	0969457	
THE CONVERTER	1386495	
THE DIPSTICK	1494526	
THE PUMP	1912108	
THE TEMPERATURE NEVER DROPS BELOW ZEREX	1657914	
THE VALVOLINE CUP (DESIGN)		76/373450
THERMO-AID (WORD)	1464117	
TIRE SWIPES	2321328	
TM8	2032929	
ULTIMATE CARNAUBA CREME WAX	1403577	
ULTRAMAX	2259917	
ULTRAMAX	926385	
UV-X ULTRA-VIOLET INHIBITOR	2271713	
V (DESIGN)	2471036	
V (DESIGN)	2046369	
V (DESIGN)	867342	
V (DESIGN)	1521475	
V (DESIGN) (B&W)	2015438	
V (DESIGN) (COLOR)	1955557	
V (DESIGN) (COLOR)	2541131	
V (DESIGN) (COLOR)	2353664	

V (DESIGN) (COLOR)	2429392	
V VALVOLINE (DESIGN)	1084464	
V VALVOLINE (DESIGN)	1084778	
V VALVOLINE (DESIGN)	1072043	
V VALVOLINE (DESIGN)	700385	
V VALVOLINE (DESIGN)	820565	
V VALVOLINE (DESIGN)	1812221	
V VALVOLINE (DESIGN)	1064260	
V VALVOLINE ALL-CLIMATE (DESIGN)	1330445	
V VALVOLINE INSTANT OIL CHANGE (DESIGN)	2913216	
V VALVOLINE INSTANT OIL CHANGE (DESIGN)	2118621	
V VALVOLINE ON SITE (DESIGN)		78/233576
V VALVOLINE PERFORMANCE TEAM (DESIGN)	2005928	
V VALVOLINE RACING (DESIGN)	2709851	
V VALVOLINE RACING (DESIGN)	2771516	
VAL-PLEX EP (WORD)	1170865	
VALVOLINE	1545958	
VALVOLINE	1763023	
VALVOLINE	1518667	
VALVOLINE	2381152	
VALVOLINE	2456246	
VALVOLINE	1744261	
VALVOLINE (DESIGN)	1601798	
VALVOLINE (STYLIZED) (PINCHED LETTERING)	436821	
VALVOLINE (WORD)	53237	
VALVOLINE (WORD)	1059021	
VALVOLINE (WORD)	1750962	
VALVOLINE (WORD)	1485060	
VALVOLINE (WORD)	1064261	
VALVOLINE (WORD)	1072044	
VALVOLINE (WORD)	2420771	
VALVOLINE (WORD)	1981703	
VALVOLINE (WORD)	1084465	
VALVOLINE (WORD)	1084779	
VALVOLINE (WORD)	2379468	
VALVOLINE (WORD)	1463629	
VALVOLINE (WORD)	670453	
VALVOLINE (WORD)	820566	
VALVOLINE (WORD)	0739915	
VALVOLINE (WORD)	514070	
VALVOLINE ALL-FLEET (DESIGN)	1467912	
VALVOLINE ALL-FLEET (WORDS)	1373335	
VALVOLINE CRESCENT (DESIGN)	56816	

VALVOLINE INSTANT OIL CHANGE	1531277	
VALVOLINE OPTIMUM CHOICE	2237483	
VALVOLINE OPTIMUM CHOICE	2186253	
VALVOLINE PROFESSIONAL	2417267	
VALVOLINE RACING (WORDS)	1447069	
VALVOLINE TURBO	1377830	
VALVOLUBE	671717	
VALVOSEAL	2418214	
VR1	2411245	
WAX AS-U-DRY (WORDS)	2641324	
WET		76/354851
WIPE & SHINE	2568009	
WORLD'S FIRST - WORLD'S FINEST	1574255	
WOW	1386496	
X-ALL	0743665	
XLD	1538827	
XPRESS-IT	2636789	
XPRESS-IT	2590956	
YOU CAN ALWAYS TELL THE FLEETS WHO USE VALVOLINE	2388554	
YOU CAN ALWAYS TELL THE GUYS WHO USE VALVOLINE	2423897	
ZEREX	1746649	
ZEREX	1746651	
ZEREX	1565666	
ZEREX	1744162	
ZEREX	1707694	
ZEREX	375555	
ZEREX	1563415	
ZEREX (AND DESIGN)	2064157	
ZEREX (AND DESIGN)	2051116	

pec/07d6463