

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/01/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PETRO-CANADA		08/01/2009	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	SUNCOR ENERGY INC.
Street Address:	112 - 4th Avenue S.W.
City:	Calgary, Alberta
State/Country:	CANADA
Postal Code:	T2P 4V5
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Serial Number:	76602341	ACCUFLO
Serial Number:	76481062	BEYOND TODAY'S STANDARDS
Serial Number:	75321748	CALFLO
Serial Number:	77726218	CIVITAS
Serial Number:	77434115	CIVITAS
Serial Number:	77726275	CIVITAS
Serial Number:	77648145	CIVITAS
Serial Number:	77551664	CLEAR CHOICE
Serial Number:	78506920	COMPRO
Serial Number:	75846145	
Serial Number:	77554499	DURADRIIVE
Serial Number:	76457894	DURATRAN
Serial Number:	74209696	DURATRANS

OP \$1390.00 76602341

Serial Number:	72139435	DURON
Serial Number:	75646354	DURON
Serial Number:	78723110	ENDURATEX
Serial Number:	76290335	ENVIRON
Serial Number:	78702213	HARNEX
Serial Number:	75266935	HT
Serial Number:	76290334	HYDREX
Serial Number:	77062077	KRYSTOL
Serial Number:	76170685	LUMINOL
Serial Number:	73796022	MAXIMUM
Serial Number:	78533997	MICROL
Serial Number:	75202630	PARAFLEX
Serial Number:	75092563	PEERLESS LLG
Serial Number:	77790247	PETRO-CANADA
Serial Number:	75215848	PETRO-CANADA
Serial Number:	75215847	PETRO-CANADA
Serial Number:	77597305	PETRO-CANADA BEYOND TODAY'S STANDARDS.
Serial Number:	76413736	PETROGLIDE
Serial Number:	74173779	PETRO-THERM
Serial Number:	75678395	PRECISION
Serial Number:	76531786	PRODURO
Serial Number:	76175307	PUREDRIILL
Serial Number:	76572216	PUREFRAC
Serial Number:	76529934	PURESPRAY
Serial Number:	76273940	PURETEC
Serial Number:	76582162	PURETEC PURITY THROUGH TECHNOLOGY
Serial Number:	78954544	PURETOL
Serial Number:	78954581	PURETOL WHITE MINERAL OIL
Serial Number:	74082470	PURITY
Serial Number:	74265953	PURITY
Serial Number:	75121214	RALUBE
Serial Number:	76602342	REFLO
Serial Number:	76531787	SETRON
Serial Number:	76456300	SEPRO
Serial Number:	75587450	SUPERPASS

Serial Number:	75587452	SUPERPASS
Serial Number:	76239795	SYNDURO
Serial Number:	76239796	SYNDURO SHB
Serial Number:	76531438	TRAXON
Serial Number:	78760336	TURBOFLO
Serial Number:	76501725	ULTIMA
Serial Number:	78934615	VULTREX

CORRESPONDENCE DATA

Fax Number: (403)269-6220
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 403-296-5978
Email: cwalters@suncor.com
Correspondent Name: Carolyn Walters
Address Line 1: 112 - 4th Avenue SW
Address Line 4: Calgary, Alberta, CANADA T2P 4V5

DOMESTIC REPRESENTATIVE

Name: Leigh Ann Lindquist
Address Line 1: 2100 Pennsylvania Avenue N.W.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

NAME OF SUBMITTER:	Carolyn Walters
Signature:	/Carolyn Walters/
Date:	09/17/2009

Total Attachments: 2
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Industry Canada Industrie Canada

Certificate of Arrangement

Certificat d'arrangement

Canada Business Corporations Act

Loi canadienne sur les sociétés par actions

Suncor Energy Inc.

241769-3

Suncor Énergie Inc.

Petro-Canada

267612-5

Name of CBCA corporation(s) involved -
Dénomination(s) de la (des) société(s)
L.C.S.A. concernée(s)

Corporation number - Numéro de la société

I hereby certify that the arrangement set out in the attached articles of arrangement, involving the above-referenced corporation(s), has been effected under section 192 of the *Canada Business Corporations Act*.

Je certifie que l'arrangement mentionné dans les clauses d'arrangement annexées, concernant la (les) société(s) susmentionnée(s), a pris effet en vertu de l'article 192 de la *Loi canadienne sur les sociétés par actions*.

Richard G. Shaw
Director - Directeur

August 1, 2009 / le 1 août 2009

Date of Arrangement - Date de l'arrangement

Canada



Industry Canada Industrie Canada
 Canada Business Loi canadienne sur les
 Corporations Act sociétés par actions

FORM 14.1
 ARTICLES OF ARRANGEMENT
 (SECTION 192)

FORMULAIRE 14.1
 CLAUSES D'ARRANGEMENT
 (ARTICLE 192)

1 -- Name of the applicant corporation(s) - Dénomination sociale de la(des) requérante(s) Suncor Energy Inc. Suncor Énergie Inc. Petro-Canada	2 -- Corporation No.(s) - N°(s) de la(des) société(s) 2417693 2676125
3 -- Name of the corporation(s) the articles of which are amended, if applicable Dénomination sociale de la(des) société(s) dont les statuts sont modifiés, le cas échéant N/A	4 -- Corporation No.(s) - N°(s) de la(des) société(s)
5 -- Name of the corporation(s) created by amalgamation, if applicable Dénomination sociale de la(des) société(s) issue(s) de la(des) fusion(s), le cas échéant Suncor Energy Inc. Suncor Énergie Inc.	6 -- Corporation No.(s) - N°(s) de la(des) société(s) 4490339
7 -- Name of the dissolved corporation(s), if applicable Dénomination sociale de la(des) société(s) dissoute(s), le cas échéant N/A	8 -- Corporation No.(s) - N°(s) de la(des) société(s)
9 -- Name of other corporations involved, if applicable Dénomination sociale des autres sociétés en cause, le cas échéant see attached Schedule 1	10 -- Corporation No.(s) or jurisdiction of incorporation N°(s) de la(des) société(s) ou loi sous le régime de laquelle elle est constituée

11 -- In accordance with the order approving the arrangement - Conformément aux termes de l'ordonnance approuvant l'arrangement

a. The articles of the above named corporation(s) are amended in accordance with the attached plan of arrangement
 Les statuts de la(des) société(s) susmentionnée(s) sont modifiés en conformité avec le plan d'arrangement ci-joint

The name of _____ is changed to _____
 La dénomination sociale de _____ est modifiée pour _____

b. The following bodies corporate are amalgamated in accordance with the attached plan of arrangement
 Les personnes morales suivantes sont fusionnées conformément au plan d'arrangement ci-joint:

c. The above named corporation(s) is(are) liquidated and dissolved in accordance with the attached plan of arrangement
 La(les) société(s) susmentionnée(s) est(sont) liquidée(s) et dissoute(s) conformément au plan d'arrangement ci-joint

d. The plan of arrangement attached hereto, involving the above named body(ies), corporate is hereby effected
 Le plan d'arrangement ci-joint portant sur la(les) personne(s) morale(s) susmentionnée(s) prend effet

The following corporations are amalgamated: Suncor Energy Inc., Petro-Canada, 7208782 Canada Inc., 4525752 Canada Inc.,
 7208821 Canada Inc. and 7208663 Canada Inc.

For additional information concerning the amalgamated corporation, Suncor Energy Inc., see attached Schedule 2

Signature 	Printed Name - Nom en lettres mouées Janice A. Odgaard Nancy L. Hooper	12 -- Capacity of - En qualité de Vice President - Corp Secretary, Suncor Corporate Secretary, Petro-Canada	13 -- Tel. No. - N° de tél. (403) 269-8151
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FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT

AUG 01 2009