

SHELL OIL PRODUCTS U.S.

Shell Oil Products U.S. on behalf of itself and its affiliates, Shell Pipeline Company LP, Motiva Enterprises LLC, Shell Trading U.S. Company, Pennzoil Quaker State Company dba SOPUS Products, and Jiffy Lube International, Inc., all prefer to do business via EFT. In order to expedite your banking transactions using this format, please complete and return the Electronic Payments Agreement Form below:

ELECTRONIC PAYMENTS AGREEMENT

This Agreement dated as of _____ is between Shell Oil Products U.S (hereinafter the "Originator" and (Customer's legal name) _____, (hereinafter referred to as "Customer"). "Originator", also means and includes Shell Oil Products U.S. affiliates. "Affiliates" means members, subsidiaries, joint venture partners to the extent of their interests, affiliated and related companies of Shell Oil Products U.S., including but not limited to, Shell Pipeline Company LP, Motive Enterprises LLC and Shell Trading (US) company or STUSCO, Pennzoil Quaker State Company dba SOPUS Products, Jiffy Lube International, Inc., and their affiliates, subsidiaries and joint venture partners to the extent of their interests, affiliated and related companies.

1. **Agreement and Authorization.** From the date of this Agreement, Customer authorizes Originator to make electronic payments to Customer for goods and services purchased by Originator. Payments will be made using the automated clearing house ("ACH") funds transfer system designated in Appendix A. Remittance information regarding the transaction shall be communicated with each funds transfer as specified in Appendix A.
2. **Termination.** This Agreement shall remain in effect until terminated by either party, with a minimum of 30 days written notice. Electronic data interchange ("EDI") transaction will not be considered as "written" notice.
3. **Governing Law.** This Agreement shall be governed by and interpreted in accordance with the laws of the State of Texas without regard to its choice of law provisions.
4. **Third Party Service Providers** Remittance related documents may be transmitted electronically to each party directly or through any third party service provider ("Provider") as specified in Appendix A with which either party may contract. Either party may modify its election to use, not use or change a Provider upon 30 days prior written notice to the other party.
5. **Entire Agreement-** This Agreement and the Appendices attached herein constitute the complete agreement of the parties relating to the matters specified in this Agreement and supersede all prior representations or agreements, whether oral or written, with respect to such matters. No oral modification or waiver of any of the provisions of this Agreement shall be binding on either party. Modification or waiver of any of the provisions of this Agreement shall be effective only by a paper-based writing signed by both parties. No obligation to enter into any transaction is to be implied from the execution or delivery of this Agreement. This Agreement is for the benefit of, and shall be binding upon, the parties and their respective successors and assignees.

This Agreement may be executed in multiple counterparts, each of which shall be deemed an original for all purposes and all of which shall be deemed collectively as one agreement.

Complete All Bold Fields

_____(Customer)

SHELL OIL PRODUCTS US (Originator)

By: _____

By: _____

Date: _____

Date: _____

Required:

Customer Correspondence Address & Phone Number

Customer Number: _____

Federal Tax ID No or Social Security Number: _____

Is your company incorporated? ___ Yes ___ No

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Note: It is understood that all of the information provided by Customer contained herein is confidential.

Electronic Payments Agreement: APPENDIX A

Electronic Payments – For Domestic Credit Transfers:

FUNDS TRANSFER SYSTEM: Automated Clearing House (ACH)

NATIONAL AUTOMATED CLEARING HOUSE ASSOCIATION (NACHA) PAYMENT FORMAT
OPTIONS (Select one format: CTX or CCD)

X CCD

CCD: No remittance data sent to the receiving bank. Notification of payment is sent to the Customer via fax or e-mail. Notification includes the invoice number, invoice date, and invoice amount.

Notification to be sent via:

 E-Mail E-mail Address _____ (Maximum 30 characters)
 Fax Fax number _____ (Fax machine cannot be voice answered)

CUSTOMER'S BANK INFORMATION: Complete Bold Fields

Bank Name: _____
Bank Address: _____
City: _____ **State:** _____ **ZIP:** _____
Phone: _____
Transit Routing Number: _____
Customer's Account Number: _____
Bank Administrative Contact: _____

Please send all required documents to one of the following options:

Mail: Shell Trading US Company
Attn: ACH/Wire Department
PO Box 4604
Houston, TX 77210

Fax: (713)-246-8940

Email: TR-Payments-Setups@shell.com

- **Please send a copy of a Void Check or a signed letter from bank with checking account information for verification.**
- **Deposit Slips are not accepted.**
- **Payments are made to check accounting only (no savings accounts)**
- **Effective 8/20/2008 owners who elect to use direct deposit will no longer receive paper payment detail posted by mail.**