

RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**



101694504

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): **Bankers Trust Company**

*MAR 24 4.16.01*

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation- State:  
 Other - Collateral Agent

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

Name: Universal Compression, Inc.

Internal Address: \_\_\_\_\_

Street Address: 4440 Brittnmoore Road

City: Houston State: Texas ZIP: 77041

Individual(s) citizenship \_\_\_\_\_ *APR 16 2001*  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - Texas  
 Other - \_\_\_\_\_

3. Nature of conveyance:

Assignment  Merger  
 Security Interest  Change of Name  
 Other - Release of a Security Interest

Execution Date: February 9, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/652,366

Additional numbers attached?  Yes  No

Trademark Registration No.(s)\

2,378,923

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Brian Jaenicke, Legal Assistant

Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas

City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 2

7. Total fee (37 CFR 3.41): ..... \$ 65.00

Enclosed  
 Authorized to be charged to deposit account, in case of deficiency

8. Deposit account number: \_\_\_\_\_  
 (23-1705 in case of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

04/25/2001 GTOM11 00000346 75652366

01 FC:481 40.00 OP  
 02 FC:482 25.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Brian T. Jaenicke  
 Name of Person Signing

*Brian T. Jaenicke*  
 Signature

4/12/01  
 Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks**  
**Box Assignments**  
**Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**TRADEMARK RELEASE**

This Release granted as of February 9, 2001, by Bankers Trust Company, a New York banking corporation, as Collateral Agent (the "Agent"), with principal offices at 130 Liberty Street, M.S. 2344, New York, New York 10006, to Universal Compression, Inc., a Texas corporation ("Assignor"), with principal offices at 4440 Brittmoore Road, Houston, Texas 77041, as follows:

**W I T N E S S E T H:**

WHEREAS, the Assignor has heretofore granted to the Agent a security interest in certain U.S. trademarks, a trademark application and a trademark registration, as more particularly set forth on Schedule A attached hereto (the "Marks") to secure the Secured Obligations (as defined in the Security Agreement, dated May 30, 2000, between the Agent and the Assignor (the "Security Agreement")); and

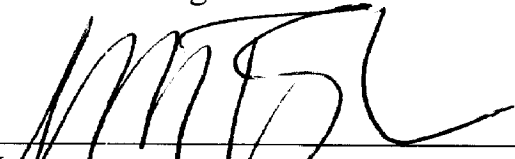
WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule A hereto.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby releases, discharges, quit claims and relinquishes unto the Assignor any and all right, title and interest in and to the Marks, and more particularly, (i) the security interest in the trademarks, a trademark registration and trademark application as set forth on Schedule A hereto, (ii) all Proceeds (as such term is defined in the Security Agreement) and products of the Marks, (iii) the goodwill of the business symbolized by the Marks and (iv) all

causes of action arising prior to or after May 30, 2000 for infringement of any of the Marks or unfair competition regarding the same, and granted to the Agent by the Assignor by the Security Agreement, which Assignment was duly recorded on June 5, 2000 at Trademark Reel 002093, Frame 0006 in the United States Patent and Trademark Office.

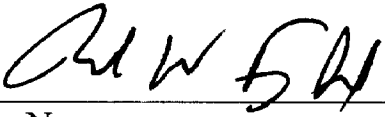
\* \* \*

BANKERS TRUST COMPANY,  
as Collateral Agent

By:   
Name: **Marcus M. Tarkington**  
Title: **Director**

Acknowledged and Agreed to by:

UNIVERSAL COMPRESSION, INC.

By:   
Name:  
Title:

<u>MARK</u>	<u>REG. / APP. NO.</u>	<u>REG. / APP. DATE</u>
UNIVERSAL COMPRESSION and Design	2,378,923	August 22, 2000
UNIVERSAL COMPRESSION	75/652,366	March 2, 1999