

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
National Trench Safety, Inc.		05/06/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	National Trench Safety, LLC
Street Address:	15955 West Hardy Road
Internal Address:	Suite 100
City:	Houston
State/Country:	TEXAS
Postal Code:	77060
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Serial Number:	76563093	NTS NATIONAL TRENCH SAFETY, INC. "THE TRENCH SAFETY SPECIALIST"

CORRESPONDENCE DATA	
Fax Number:	(214)999-1506
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	214-969-1700
Email:	deborah.lively@tklaw.com
Correspondent Name:	Thompson & Knight LLP, IP Docketing
Address Line 1:	1700 Pacific Ave
Address Line 2:	Suite 3300
Address Line 4:	Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	505965.000003
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NAME OF SUBMITTER:	Deborah L. Lively
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Total Attachments: 4
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Delaware

PAGE 1

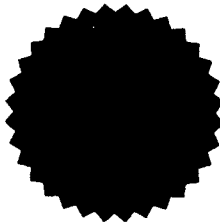
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NATIONAL TRENCH SAFETY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NATIONAL TRENCH SAFETY, INC." TO "NATIONAL TRENCH SAFETY, LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF MAY, A.D. 2004, AT 5:31 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

3712693 8100V

040332202



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3096532

DATE: 05-06-04

TRADEMARK
REEL: 002942 FRAME: 0387

**CERTIFICATE OF CONVERSION
TO
DELAWARE LIMITED LIABILITY COMPANY**

Pursuant to the provisions of Section 266 of the Delaware General Corporation Law (the "DGCL") and Section 18-204 of the Delaware Limited Liability Company Act (the "DLLCA"), the undersigned, National Trench Safety, Inc., a Delaware corporation (the "Corporation"), hereby certifies to and authorizes the filing with the Secretary of State of Delaware the following Certificate of Conversion, converting the Company into National Trench Safety, LLC:

ARTICLE ONE

The date of formation of the Corporation in Delaware, being the date of filing of its original Certificate of Incorporation with the Secretary of State of Delaware, was October 7, 2003, and the Corporation was formed as a Delaware corporation.

ARTICLE TWO

The name of the Corporation immediately prior to the filing of this Certificate of Conversion is National Trench Safety, Inc.

ARTICLE THREE

The name of the limited liability company into which the Corporation is to be converted, as set forth on its Certificate of Formation as filed with the Secretary of State of Delaware to become effective upon the filing of this Certificate of Conversion, is National Trench Safety, LLC, a Delaware limited liability company.

ARTICLE FOUR

The conversion effected hereby shall be effective upon the filing of this Certificate of Conversion.

ARTICLE FIVE

The conversion was duly approved and adopted in accordance with Section 266(b) of the DGCL effective as of May 6, 2004.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be executed as of May 6, 2004.

National Trench Safety, Inc.

By: 

Ronald W. Chilton, President

Delaware

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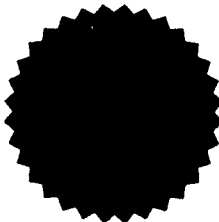
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "NATIONAL TRENCH SAFETY, LLC" FILED IN THIS OFFICE ON THE SIXTH DAY OF MAY, A.D. 2004, AT 5:31 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

3712693 8100V

040332202



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3096532

DATE: 05-06-04

TRADEMARK
REEL: 002942 FRAME: 0389

**CERTIFICATE OF FORMATION
OF
NATIONAL TRENCH SAFETY, LLC**

1. The name of the limited liability company is National Trench Safety, LLC (the "Company").
2. The address of the Corporation's registered office in the State of Delaware is 615 South DuPont Highway, Dover 19901, County of Kent. The name of its registered agent at such address is Capitol Services, Inc.
3. The nature of the business, objects and purposes to be transacted, promoted or carried on by the Company is to engage in any lawful act or activity related thereto for which limited liability companies may be organized under the Delaware Limited Liability Company Act, as amended.
4. The name and address of the organizer of the Company are as follows:

Name

Harry R. Beaudry

Address

333 Clay Street, Suite 3300
Houston, Texas 77002

THE UNDERSIGNED, being the organizer hereinbefore named, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, does hereby make this Certificate, hereby declaring and certifying that this is his act and deed and the facts herein stated are true, and accordingly has hereunto set his hand this 6th day of May 2004.



Harry R. Beaudry

*State of Delaware
Secretary of State
Division of Corporations
Delivered 05:31 PM 05/06/2004
FILED 05:31 PM 05/06/2004
SRV 040332202 - 3712693 FILE*