

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ONYX Industrial Services, Inc.		07/01/2006	INC. ASSOCIATION: DELAWARE

RECEIVING PARTY DATA

Name:	VEOLIA ES INDUSTRIAL SERVICES, Inc.
Street Address:	3018 N. Hwy 146
City:	Baytown
State/Country:	TEXAS
Postal Code:	77520
Entity Type:	INC. ASSOCIATION: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	1278320	HEIST
Registration Number:	1278321	HEIST
Registration Number:	2376052	AQUA BLOW
Registration Number:	2373856	AQUA PIG
Registration Number:	2325638	MICROFLUSH
Registration Number:	2267410	QUIETBLOW
Registration Number:	2269178	SMSI
Registration Number:	2443541	AQUA FLUSH
Registration Number:	2517917	SINGLE STAGE
Registration Number:	2812958	PMT
Registration Number:	2823229	PERFORMANCE MEASUREMENT TECHNOLOGY
Registration Number:	3104818	CAPTRAC
Registration Number:	2847556	QUIETAIR

CH \$365.00 1278320

Registration Number: 1278319

CORRESPONDENCE DATA

Fax Number: (713)221-2185

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 713-221-1377

Email: albert.kimball@bracewellgiuliani.com

Correspondent Name: Albert B. Kimball, Jr

Address Line 1: 711 Louisiana, Suite 2300

Address Line 4: Houston, TEXAS 77002

ATTORNEY DOCKET NUMBER:

085356

NAME OF SUBMITTER:

Albert B. Kimball, JR.

Signature:

/abk/

Date:

08/03/2006

Total Attachments: 3

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Delaware

PAGE 1

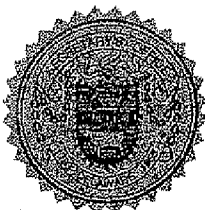
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ONYX INDUSTRIAL SERVICES, INC.", CHANGING ITS NAME FROM "ONYX INDUSTRIAL SERVICES, INC." TO "VEOLIA ES INDUSTRIAL SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2006, AT 12:47 O'CLOCK P.M.

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

2179481 8100

060605905



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4852674

DATE: 06-23-06

TRADEMARK
REEL: 003361 FRAME: 0539

**ONYX INDUSTRIAL SERVICES, INC.
CONSENT IN LIEU OF MEETINGS OF
BOARD OF DIRECTORS AND STOCKHOLDERS**

The undersigned, being the Sole Stockholder and all of the members of the Board of Directors of Onyx Industrial Services, Inc., a Delaware Corporation (the "Corporation"), in lieu of holding an annual and/or special meeting of the Board of Directors and/or Stockholders of the Corporation, hereby take the following actions and adopt the following resolutions by unanimous written consent pursuant to Sections 141(f), 228, and 242 of the General Corporation Law of the State of Delaware.

RESOLVED, that the Certificate of Incorporation of Onyx Industrial Services, Inc. be amended by changing the name of the Corporation to Veolia ES Industrial Services, Inc., and


FURTHER RESOLVED, that paragraph 1 of the Certificate of Incorporation of the Corporation shall be amended to read:

FIRST: The name of the corporation is Veolia ES Industrial Services, Inc. (the "Corporation").

FURTHER RESOLVED, that this Consent shall be effective as July 1, 2006.

IN WITNESS WHEREOF, the undersigned have executed this Consent in their respective capacities as of the 21 day of JUNE, 2006.

BOARD OF DIRECTORS OF ONYX INDUSTRIAL SERVICES, INC.


George Farr


F. Michael Rose

VEOLIA ENVIRONMENTAL SERVICES NORTH AMERICA CORP., Sole Stockholder

By: 
George Farr
Executive Vice President

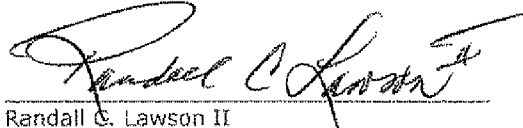


**INDUSTRIAL SERVICES
NORTH AMERICA**

AFFIDAVIT

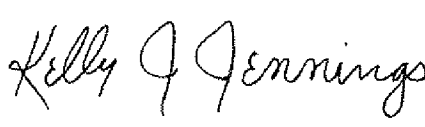
Randall C. Lawson II, first being sworn, states as follows:

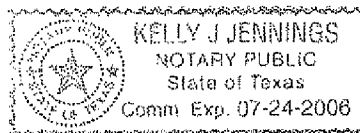
1. I am the Vice President, Assistant Secretary, and Treasurer of Veolia ES Industrial Services, Inc., a Delaware Corporation.
2. Prior to July 1, 2006, Veolia ES Industrial Services, Inc. was known as Onyx Industrial Services, Inc.
3. On July 1, 2006, Onyx Industrial Services, Inc. changed its name with the Secretary of State of Delaware to Veolia ES Industrial Services, Inc.
4. Other than giving the company a new name, this name change has had no effect on the company's operations, employees or facilities. In all respects except for its name, the company now known as Veolia ES Industrial Services, Inc. is identical to Onyx Industrial Services, Inc.



Randall C. Lawson II

Subscribed and sworn to this 1st day of July, 2006.





Veolia ES Industrial Services, Inc.
3018 N. Hwy 146, Baytown, TX 77520
tel: 713-307-2150 - fax: 713-307-7620
www.VeoliaES.com