

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion from a Corporation to a Limited Liability Company		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MONTAUK ENERGY CAPITAL, INC.		12/05/2005	CORPORATION:
RECEIVING PARTY DATA			
Name:	MONTAUK ENERGY CAPITAL, LLC		
Street Address:	1105 North Market Street, Suite 1300		
City:	City of Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2592185	MONTAUK ENERGY CAPITAL	
CORRESPONDENCE DATA			
Fax Number:	(714)755-8290		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	714-540-1235		
Email:	ipdocket@lw.com, kristin.azcona@lw.com		
Correspondent Name:	LATHAM & WATKINS LLP		
Address Line 1:	650 Town Center Drive, 20th Floor		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	037827-0029		
NAME OF SUBMITTER:	Kristin J. Azcona		
Signature:	/kja/		
Date:	02/04/2008		

OP \$40.00 2592185

Total Attachments: 2

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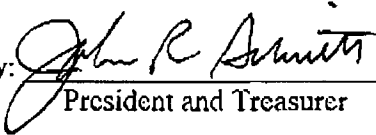
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**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED
LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the Corporation first formed is June 10, 1996.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Montauk Energy Capital, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Montauk Energy Capital, LLC.
- 6.) The formation of the Limited Liability Company shall be effective as of the close of business on December 31, 2005.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the

5th day of December, 2005

By: 
President and Treasurer

Name: John R. Schmitt

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:00 AM 12/13/2005
FILED 08:00 AM 12/13/2005
SRV 051017365 - 2630727 FILE

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- **First:** The name of the Limited Liability Company is Montauk Energy Capital, LLC.
- **Second:** The address of its registered office in the State of Delaware is 1105 North Market Street, Suite 1300 in the City of Wilmington, 19801.

The name of its Registered agent at such address is Wilmington Trust SP Services, Inc.

- **Third:** The formation of the Limited Liability Company shall be effective as of the close of business on December 31, 2005.

In Witness Whereof, the undersigned has executed this Certificate of Formation this

5th day of December, 2005.

By: John R. Schmitt
President and Treasurer

Name: John R. Schmitt

State of Delaware
Secretary of State
Division of Corporations
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