

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
P2 Energy Solutions, Inc.		04/01/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	P2ES Holdings, Inc.
Street Address:	1221 Lamar
Internal Address:	Suite 1300
City:	Houston
State/Country:	TEXAS
Postal Code:	77010
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	1802407	DIGITAL ORTHOMAPS
Registration Number:	0608871	EDGAR TOBIN AERIAL SURVEYS
Registration Number:	2660371	GLOBAL PLANNER
Registration Number:	1120279	LEASEDATA
Registration Number:	3082286	LEASEDATA
Registration Number:	1044130	
Registration Number:	0753360	MIDCONTINENT ABSTRACT MAPS
Registration Number:	1224965	MIDCONTINENT MAP SERVICES
Registration Number:	2834878	N
Registration Number:	3393751	THE LEADER IN OIL AND GAS INFORMATION TECHNOLOGY
Registration Number:	1078366	TOBIN

CH \$340.00 1802407

Registration Number:	2619916	TOBIN
Registration Number:	2024642	TRUVUE

CORRESPONDENCE DATA

Fax Number: (713)223-3717

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

Phone: Patricia Paquet

Email: ppaquet@lockelord.com

Correspondent Name: Locke Lord Bissell & Liddell LLP

Address Line 1: 600 Travis Street

Address Line 2: 3400 JPMorgan Chase Tower

Address Line 4: Houston, TEXAS 77002-3095

ATTORNEY DOCKET NUMBER:	018400-00023
NAME OF SUBMITTER:	Patricia Paquet
Signature:	/patricia paquet/
Date:	04/02/2009

Total Attachments: 12

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"P2 ENERGY SOLUTIONS, INC.", A DELAWARE CORPORATION, WITH AND INTO "P2ES HOLDINGS, INC." UNDER THE NAME OF "P2ES HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF APRIL, A.D. 2009, AT 5:37 O'CLOCK P.M.

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



3915398 8100M

090325329

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7224149

DATE: 04-02-09

TRADEMARK
REEL: 003974 FRAME: 0841

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

P2 ENERGY SOLUTIONS, INC.
(a Delaware corporation)

WITH AND INTO

P2ES HOLDINGS, INC.
(a Delaware corporation)

(PURSUANT TO SECTION 253 OF THE
GENERAL CORPORATION LAW OF DELAWARE)

Dated as of April 1, 2009

P2ES Holdings, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation was organized pursuant to the provisions of the General Corporation Law of the State of Delaware, on January 20, 2005.

SECOND: That the Corporation owns all of the issued and outstanding shares of the capital stock of P2 Energy Solutions, Inc., a corporation organized pursuant to the provisions of the General Corporation Law of the State of Delaware (the "Subsidiary").


THIRD: That the Corporation, by resolutions of its Board of Directors duly adopted by means of an action by unanimous written consent of the Board of Directors in lieu of meeting effective April 1, 2009, an executed copy of which is attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation (the "Merger") pursuant to which the Corporation shall be possessed of all the estate, property, rights, privileges and franchises and be subject to all of the debts, liabilities, obligations, restrictions, disabilities and duties of the Subsidiary.

FOURTH: That this Certificate of Ownership and Merger and the Merger provided for herein shall become not become effective until 5:00 p.m. on the date that this Certificate of Ownership and Merger shall have been filed in the office of the Secretary of State of the State of Delaware.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer as of the date first written above.

P2ES HOLDINGS, INC.

By: 
Name: *Bret Bolin*
Title: *Chief Operating Officer*

NY1:1773133.1

S-1

TRADEMARK
REEL: 003974 FRAME: 0843

EXHIBIT A

(See attached)

NY1:1773133.3

S-1

TRADEMARK
REEL: 003974 FRAME: 0844

**ACTION BY UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS
OF**

**P2ES HOLDINGS, INC.
(a Delaware corporation)**

April 1, 2009

The undersigned, being all of the members of the Board of Directors (the "Board") of P2ES Holdings, Inc., a Delaware corporation (the "Corporation"), acting pursuant to the applicable provisions of the Delaware General Corporation Law and the Corporation's Bylaws, do hereby adopt the following recitals and resolutions by unanimous written consent, effective as of the date hereof, which recitals and resolutions shall have the same force and effect as if unanimously adopted in a duly convened meeting of the Corporation's Board of Directors, and a copy of which shall be filed with the Corporation's minutes.

Approval of Merger of P2 Energy Solutions, Inc. with and into the Corporation

WHEREAS, the Corporation lawfully owns all of the issued and outstanding stock of P2 Energy Solutions, Inc., a Delaware corporation (the "Subsidiary");

WHEREAS, the Corporation desires to merge the Subsidiary with and into itself; and

WHEREAS, the Board has determined that it is advisable and in the best interests of the corporation to merge the Subsidiary with and into itself and to be possessed of all the estate, property, rights, privileges and franchises and be subject to all of the debts, liabilities, obligations, restrictions, disabilities and duties of the Subsidiary.

NOW, THEREFORE, BE IT

RESOLVED, that the Corporation, pursuant to Section 253 of the General Corporation Law of Delaware, merges the Subsidiary with and into itself (the "Merger") and pursuant to the Merger, the Corporation shall possess of all the estate, property, rights, privileges and franchises and be subject to all of the debts, liabilities, obligations, restrictions, disabilities and duties of the Subsidiary;

RESOLVED, that the proper officers of the Corporation be, and each of them acting alone hereby is, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge the Subsidiary with and into the Corporation and assume each of its liabilities and obligations as of the date of adoption of such resolutions, and to file the same in the office of the Secretary of State of Delaware;

RESOLVED, that the Board may amend or terminate the Merger at any time before the Certificate of Ownership and Merger becomes effective, pursuant to Sections 251(d) and 253 of the General Corporation Law of Delaware;

RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to take all such further action and to execute, deliver, certify and file all such further agreements, undertakings, certificates, instruments and documents, in the name of and on behalf of the Corporation, and to pay all such costs, fees and expenses as such proper officers shall approve as necessary or advisable to carry out the intent and accomplish the purpose of the foregoing resolutions and transactions contemplated thereby, the taking of such actions and the execution, delivery, certification and filing of such documents to be conclusive evidence of such approval;

RESOLVED, that any and all actions heretofore taken by any proper officer or proper officers of the Corporation in connection with the matters contemplated by the foregoing resolutions be, and they hereby are, adopted, approved, ratified and confirmed in all respects as fully as if such actions had been presented to the Board for approval prior to such actions being taken;

RESOLVED, that for purposes of the foregoing resolutions, the term "proper officers" shall include the Chairman, the Chief Executive Officer, the President, the Chief Financial Officer, the Executive Vice President, any Senior Vice President, any Vice President, the General Counsel, the Treasurer, the Secretary, the Controller, any Assistant Secretary, any Assistant Treasurer, or any of them; and

RESOLVED, that this written consent may be executed in more than one counterpart, including via facsimile transmission, each of which shall be deemed an original, but all of which together shall constitute a single instrument.

* * * *

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent of the Board of Directors of the Corporation, effective as of the date first written above.



Gary R. Vickers

James Ford

Martin Taylor

Robert Smith

Brett Bolin

NY1:1779151.1

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent of the Board of Directors of the Corporation, effective as of the date first written above.

Gary R. Vickers



James Ford

Martin Taylor

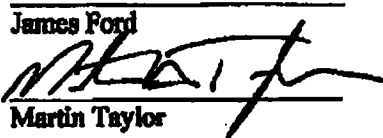
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