

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Oceaneering Technologies, Inc.		02/03/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Oceaneering International, Inc.		
Street Address:	11917 FM 529		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77041		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1826895	MAGELLAN	
CORRESPONDENCE DATA			
Fax Number:	(973)424-2001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	973-424-2064		
Email:	sogoldsmith@duanemorris.com		
Correspondent Name:	Susan Okin Goldsmith		
Address Line 1:	744 Broad Street		
Address Line 2:	Suite 1200		
Address Line 4:	Newark, NEW JERSEY 07102		
ATTORNEY DOCKET NUMBER:	D5433-00765		
NAME OF SUBMITTER:	Matthew Charles Winterroth		
Signature:	/Matthew Winterroth/		
Date:	02/04/2010		

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Total Attachments: 2

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TRADEMARK ASSIGNMENT

This Assignment is made as of February 3, 2010 ("Effective Date"), by and between OCEANEERING INTERNATIONAL, INC. a Delaware corporation having its business address at 11917 FM 529, Houston, TX 77041 ("OII") and OCEANEERING TECHNOLOGIES, INC. a Delaware corporation also having its business address at 11911 FM 529, Houston, TX 77041 ("OTI").

WHEREAS, OTI enters into and agrees to the terms of this Assignment on the Effective Date to transfer to OII certain assets, including without limitation a certain trademark registration, as set forth on **Schedule A** attached hereto and made a part hereof (the "Mark"), together with the business and all of the good will represented by, pertaining to, and associated with the Mark.

NOW, THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, it is agreed as follows:

OTI hereby assigns, transfers and sets over to OII, its heirs, successors, legal representatives and assigns all of its right, title and interest in and to the Mark, together with the business and the good will of the business which is or will be symbolized by the Mark, and all rights and privileges under the Mark, including the right to renew and/or register the Mark anywhere in the world, and all rights to recover for damages and profits for infringement in the United States and throughout the world.

OTI acknowledges and agrees that it shall execute all other such documents, and take all such further actions, as OII may reasonably request in order to effectuate the terms and purposes of this Trademark Assignment.

OTI hereby assigns to OII, and OII assumes, all rights, privileges, duties and obligations under any and all license agreements with third parties respecting use of the Mark.

IN WITNESS WHEREOF, this Assignment has been executed effective as of the date first above written.

ASSIGNOR:
OCEANEERING TECHNOLOGIES, INC.

By: 

Name: George R. Haubenreich, Jr.

Title: Sr Vice President

ASSIGNEE:
OCEANEERING INTERNATIONAL, INC.

By: 

Name: M. Kevin McEvoy

Title: Executive Vice President

SCHEDULE A

Marks Registered with the United States Patent and Trademark Office:

MARK	APP. NO.	REG. NO.	REG. DATE
MAGELLAN	74156861	1826895	3/15/1994