

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fas-Line Sales & Rentals, Inc.		07/01/2011	CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Fas-Line Fluid Services, LLC		
<b>Street Address:</b>	401 Boyd Business Parkway		
<b>City:</b>	Boyd		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	76023		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1435940	FAS-LINE	
<b>Registration Number:</b>	1435939	FAS-LINE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(713)615-5803		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(713) 758-1105		
<b>Email:</b>	sbrown@velaw.com		
<b>Correspondent Name:</b>	W. Scott Brown		
<b>Address Line 1:</b>	1001 Fannin Street		
<b>Address Line 2:</b>	2500 First City Tower		
<b>Address Line 4:</b>	Houston, TEXAS 77002-6760		
<b>ATTORNEY DOCKET NUMBER:</b>	RED531/10003		
<b>NAME OF SUBMITTER:</b>	W. Scott Brown		
<b>Signature:</b>	/wsb/		

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**TRADEMARK**  
 REEL: 004577 FRAME: 0204

Date:

07/07/2011

**Total Attachments: 4**

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## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Trademark Assignment") is made and entered into as of July 1, 2011, by and between Fas-Line Sales & Rentals, Inc., a Texas corporation located at 9160 West Interstate 20, Odessa, TX 79762 ("Assignor") and Fas-Line Fluid Services, LLC, a Delaware limited liability company located at 401 Boyd Business Parkway, Boyd, TX 76023 ("Assignee").

WHEREAS, Assignor is the owner of the trademark shown on the attached Schedule A and the registrations and applications and related goodwill therefor (collectively, the "Trademarks");

WHEREAS, pursuant to that certain Asset Purchase Agreement, dated as of July 1, 2011 (the "Asset Purchase Agreement"), by and among Assignor, Assignee, Red Oak Water Transfer, Inc. a Delaware limited liability company, TBar Equipment Rentals, LLC, a Texas limited liability company, M & W, LP, a Texas limited partnership, Terry Warren, Barbara Warren and Roy Strange, Assignor has agreed to assign all of its right, title and interest in and to the Trademarks; and

WHEREAS, in accordance with the Asset Purchase Agreement, Assignee desires to acquire all right, title and interest in and to the Trademarks.

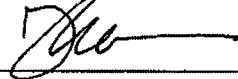
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee, and Assignee hereby accepts the assignment of, all right, title and interest in and to the Trademarks, together with the goodwill associated therewith, including all claims for damages for past infringement.

This Trademark Assignment is executed and delivered in connection with the transactions contemplated by the Asset Purchase Agreement. The parties hereto acknowledge that the terms of this Trademark Assignment shall be interpreted and construed in accordance with the terms of the Asset Purchase Agreement. Nothing in this Trademark Assignment is intended, nor shall it be deemed, to modify, limit, extend or amend any of the rights or obligations of either party to the Asset Purchase Agreement.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, the parties have executed or caused this Trademark Assignment to be executed as of the date first written above.

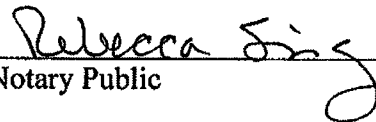
**FAS-LINE SALES & RENTALS, INC.**

By:   
Name: Terry Warren  
Title: President and Treasurer

Notarial Certification

On this 1<sup>st</sup> day of July, 2011, Terry Warren personally appeared and executed the foregoing document before me and acknowledged that he executed the same for the purposes set forth herein with authority to do so.



  
Notary Public

[Signature Page to Trademark Assignment]

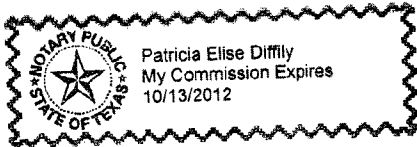
**FAS-LINE FLUID SERVICES, LLC**

By: Red Oak Water Transfer, Inc.  
its sole member

By: Kelsey Wimmer  
Name: Kelsey Wimmer  
Title: CFO

Notarial Certification

On this 30<sup>th</sup> day of June, 2011, Kelsey Wimmer personally appeared and executed the foregoing document before me and acknowledged that he/she executed the same for the purposes set forth herein with authority to do so.



Patricia Elise Duffly  
Notary Public

[Signature Page to Trademark Assignment]

**SCHEDULE A**

**UNITED STATES TRADEMARK REGISTRATIONS**

<b>Trademark</b>	<b>Country</b>	<b>Registration No.</b>	<b>Class</b>
FAS-LINE & DESIGN	U.S.	1,435,940	37
FAS-LINE	U.S.	1,435,939	37