

Form PTO-1594 (Rev. 03-11)  
OMB Collection 0651-0027 (exp. 03/31/2012)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

H2Oil Recovery Services, Inc.

- Individual(s)                       Association
- General Partnership               Limited Partnership
- Corporation- State: Delaware
- Other \_\_\_\_\_

Citizenship (see guidelines) US

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) September 19, 2011

- Assignment                               Merger
- Security Agreement                       Change of Name
- Other \_\_\_\_\_

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: 212 Holdings, LLC

Internal Address: \_\_\_\_\_

Street Address: 2795 East Cottonwood Parkway, Suite 310

City: Salt Lake City

State: UT

Country: US                              Zip: 84121

- Association      Citizenship \_\_\_\_\_
- General Partnership      Citizenship \_\_\_\_\_
- Limited Partnership      Citizenship \_\_\_\_\_
- Corporation      Citizenship \_\_\_\_\_

Other Limited liability co      Citizenship US  
If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

- 1) 3,096,606                              3) 3,471,970
- 2) 3,389,647                              4) 3,683,763

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

- 1) H2Oil standard character mark                              4) Steam Driven Conservation standard character mark
- 2) 212 Resources standard character mark
- 3) 212 Resources design plus words, letters, and/or numbers

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Erin A. Thomson

Internal Address: Vinson & Elkins LLP

Street Address: 1001 Fannin Street, Suite 2500

City: Houston

State: TX                              Zip: 77002-6760

Phone Number: 512.542.8762

Fax Number: 512.236.3221

Email Address: jptldocket@velaw.com

**6. Total number of applications and registrations involved:**

4

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115.00**

- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number 22-0365/ELE593/32000

Authorized User Name Erin A. Thomson

**9. Signature:**

Erin A. Thomson  
Signature

September 29, 2011  
Date

Erin A. Thomson

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$115.00 220365 3096606

## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Trademark Assignment") is made and entered into as of September 19, 2011, by and between H2Oil Recovery Services, Inc., a Delaware corporation, whose business address is 2795 East Cottonwood Parkway, Suite 310, Salt Lake City, UT 84121 ("Assignor"), and 212 Resources, LLC, a Delaware limited liability company, whose business address is 2795 East Cottonwood Parkway, Suite 310, Salt Lake City, UT 84121 ("Assignee").

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

WHEREAS, Assignor has agreed to assign all of its right, title and interest in and to the Trademarks; and

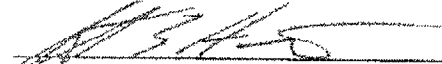
WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademarks.

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.

*[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.

H2Oil Recovery Services, Inc.


By: 

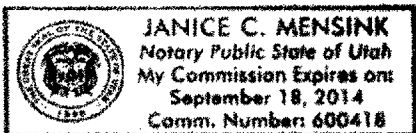
Name: Stephen E. Hester

Title: Chief Executive Officer

Notarial Certification

On this 19<sup>th</sup> day of September, 2011, Stephen E. Hester 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]*

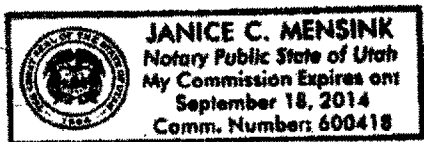
212 Resources, LLC

By: [Signature]

Title: Chief Executive Officer

Notarial Certification

On this 19<sup>th</sup> day of September, 2011, Stephen Heston 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.



[Signature]  
Notary Public

[Signature Page to Trademark Assignment]