

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Change of State of Incorporation		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Energy Recovery, Inc.		11/15/2011	CORPORATION: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Energy Recovery, Inc.		
<b>Street Address:</b>	1717 Doolittle Drive		
<b>City:</b>	San Leandro		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94577		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3075798	ERI	
Registration Number:	3156183	PX PRESSURE EXCHANGER	
Registration Number:	3173098	PX	
Registration Number:	3349881	MAKING DESALINATION AFFORDABLE	
Registration Number:	3503984	ERI	
Registration Number:	3125056	PRESSURE EXCHANGER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(312)276-4433		
<b>Phone:</b>	312 577-7000		
<b>Email:</b>	trademark@fitcheven.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	James J. Schumann C/O Fitch, Even, Tabin		
<b>Address Line 1:</b>	120 S. LaSalle Street		
<b>Address Line 2:</b>	Suite 1600		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60603-3406		

**CH \$165.00 3075798**

ATTORNEY DOCKET NUMBER:	8132-86439
NAME OF SUBMITTER:	James J. Schumann
Signature:	/James J.Schumann/
Date:	12/05/2011

**Total Attachments: 9**

source=8132-86439 Energy Recovery Inc \_1#page1.tif  
source=8132-86439 Energy Recovery Inc \_1#page2.tif  
source=8132-86439 Energy Recovery Inc \_1#page3.tif  
source=8132-86439 Energy Recovery Inc \_1#page4.tif  
source=8132-86439 Energy Recovery Inc \_1#page5.tif  
source=8132-86439 Energy Recovery Inc \_1#page6.tif  
source=8132-86439 Energy Recovery Inc \_1#page7.tif  
source=8132-86439 Energy Recovery Inc \_1#page8.tif  
source=8132-86439 Energy Recovery Inc \_1#page9.tif

**Declaration of Former Secretary of Energy Recovery, Inc., a Delaware corporation, and of  
Energy Recovery, Inc., a Virginia corporation**

I, Lowell M. Dicke, Esq. declare as follows:

1. I am a former member of the Board of Directors of Energy Recovery, Inc., a corporation incorporated under the laws of the State of Delaware ("ERI") and served as Secretary of the Corporation during calendar year 2004. I am also former Secretary of Energy Recovery, Inc., a corporation organized under the laws of the Commonwealth of Virginia ("Corporation"), a position I held at least as early as January 2004 through April 6, 2004 when the Corporation was dissolved and terminated. I have personal knowledge of the following facts.

2. On February 20, 2004, ERI, as the sole shareholder of the Corporation, adopted the following resolutions effective as of February 20, 2004:

**RESOLVED**, that Energy Recovery, Inc., a Delaware corporation, the sole Stockholder of Energy Recovery, Inc., a Virginia corporation, hereby authorizes and directs the dissolution and termination of its said wholly owned subsidiary; and

**RESOLVED FURTHER**, that the Officers and Directors, and each of them are hereby authorized and directed to perform all acts and make all filings necessary to fulfill the intent and spirit of the Resolutions herein; and

**RESOLVED FURTHER**, that all acts of the Officers and Directors prior to the date of this Consent for the purpose of initiating and effecting the dissolution and termination are hereby ratified as though so authorized and directed.

3. On April 6, the Corporation was dissolved and terminated. A true and correct copy of the Certificate of Dissolution from the Commonwealth of Virginia dated April 6, 2004 is attached hereto as Exhibit A and a true and correct copy of the Certificate of Termination from the Commonwealth of Virginia dated April 6, 2004 is attached hereto as Exhibit B.


4. Upon the dissolution of the Corporation, the Corporation transferred and assigned all rights, title and interest in and to all of its assets ("Transferred Assets"), free and clear of any mortgage, lien, pledge, charge, security interest or encumbrance of any kind whatsoever to its sole shareholder, ERI, a corporation incorporated under the laws of the State of Delaware.

5.. The Transferred Assets included, without limitation, (i) all equipment owned, and all software licensed, by the Corporation and used in the conduct of its business; (ii) information and processes related to the manufacture and distribution of Corporation's PX brand and other products ("Products"); (iii) all inventory related to the Corporation's Products; (iv) all technology related to the Corporation's business and Products, including all patent, copyright, trademark, trade secret and other intellectual property rights ("Intellectual Property") and any

modifications, improvements, or derivatives of such Intellectual Property; (v) all contracts, including employment, customer, supply and other contracts, which by their terms could be assigned; and (v) the business and goodwill of the Corporation.

I declare under penalty of perjury under the State of California that the foregoing is true and correct.

Executed at La Jolla, CA, on this 15<sup>th</sup> day of November, 2011.

  
\_\_\_\_\_  
Lowell M. Dicke

# All-purpose Acknowledgment California only

State of California

County of San Diego

On 11-15-11 before me, H.J. Noe, notary public (here insert name and title of the officer),

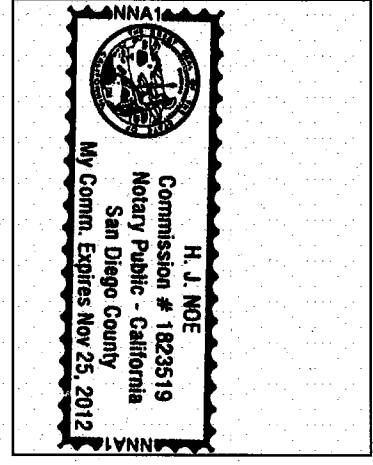
personally appeared Lowell M. Dicke

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature HJ Noe



Notary Seal



FO01-000DSG5350CA-01

**EXHIBIT A**

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION  
April 6, 2004

The State Corporation Commission has found the accompanying articles submitted on behalf of

**ENERGY RECOVERY, INC.**

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

**CERTIFICATE OF DISSOLUTION**

be issued and admitted to record with the articles in the Office of the Clerk of the Commission,  
effective April 6, 2004.

STATE CORPORATION COMMISSION

By

*Mark L. Christie*

Commissioner

04-04-06-2532  
DTWACPT  
CIS0363

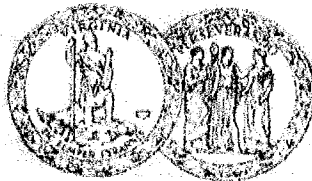
TRADEMARK  
REEL: 004672 FRAME: 0370

THEODORE V. MORRISON, JR.  
CHAIRMAN

CLINTON MILLER  
COMMISSIONER

MARK C. CHRISTIE  
COMMISSIONER

# COMMONWEALTH OF VIRGINIA



JOEL H. PECK  
CLERK OF THE COMMISSION  
P.O. BOX 1197  
RICHMOND, VIRGINIA 23218-1197

## STATE CORPORATION COMMISSION Office of the Clerk

April 6, 2004

LOWELL M DICKE  
775 GARLAND DR  
PALO ALTO, CA 94303

RE: ENERGY RECOVERY, INC.  
ID: 0391121 - 1  
DCN: 04-04-06-2532

Dear Customer:

This is your receipt for \$10.00, to cover the fees for filing a certificate of dissolution with this office.

A dissolved corporation continues its existence but may not carry on any business except that appropriate to wind up and liquidate its business and affairs. Corporate existence may be terminated by filing articles of termination along with payment of all required fees.

The effective date of the certificate is April 6, 2004.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

A handwritten signature in black ink that reads 'Joel H. Peck'.

Joel H. Peck  
Clerk of the Commission

DTWRCPT  
CIS0363

Tyler Building, 1300 East Main Street, Richmond, VA 23219-3630  
Clerk's Office (804) 371-9733 or (866) 722-2551 (toll-free in Virginia) [www.state.va.us/scc/division/clk](http://www.state.va.us/scc/division/clk)  
Telecommunications Device for the Deaf-TDD/Voice: (804) 371-9206

TRADEMARK  
REEL: 004672 FRAME: 0371



**EXHIBIT B**

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

April 6, 2004

The State Corporation Commission has found the accompanying articles submitted on behalf of

**ENERGY RECOVERY, INC.**

to comply with the requirements of law, and confirms payment of all related fees.

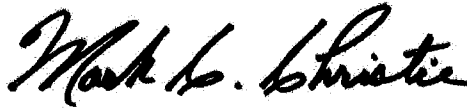
Therefore, it is ORDERED that this

**CERTIFICATE OF TERMINATION**

be issued and admitted to record with the articles in the Office of the Clerk of the Commission,  
effective April 6, 2004.

STATE CORPORATION COMMISSION

By



Commissioner

04-04-06-2533  
DTWACPT  
CIS0363

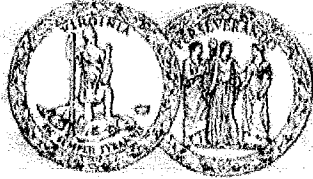
TRADEMARK  
REEL: 004672 FRAME: 0373

THEODORE V. MORRISON, JR.  
CHAIRMAN

CLINTON MILLER  
COMMISSIONER

MARK C. CHRISTIE  
COMMISSIONER

COMMONWEALTH OF VIRGINIA



JOEL H. PECK  
CLERK OF THE COMMISSION  
P.O. BOX 1197  
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION  
Office of the Clerk

April 6, 2004

LOWELL M DICKE  
775 GARLAND DR  
PALO ALTO, CA 94303

RE: ENERGY RECOVERY, INC.  
ID: 0391121 - 1  
DCN: 04-04-06-2533

Dear Customer:

This is your receipt for \$10.00, to cover the fees for filing a certificate of termination with this office.

The effective date of the certificate is April 6, 2004.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

A handwritten signature in black ink that reads 'Joel H. Peck'.

Joel H. Peck  
Clerk of the Commission

DTWRCPT  
CIS0363

Tyler Building, 1300 East Main Street, Richmond, VA 23219-3630  
Clerk's Office (804) 371-9733 or (866) 722-2551 (toll-free in Virginia) [www.state.va.us/scc/division/clk](http://www.state.va.us/scc/division/clk)  
Telecommunications Device for the Deaf-TDD/Voice: (804) 371-9206

RECORDED: 12/05/2011

TRADEMARK  
REEL: 004672 FRAME: 0374