

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Regions Bank		04/10/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	The Heckmann Corporation		
Street Address:	300 Cherrington Parkway, Suite 200		
City:	Coraopolis		
State/Country:	PENNSYLVANIA		
Postal Code:	15108		
Entity Type:	CORPORATION: PENNSYLVANIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85295027	HWR HECKMANN WATER RESOURCES	
CORRESPONDENCE DATA			
Fax Number:	7132212172		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7132232300		
Email:	docketing@bglp.com		
Correspondent Name:	Bracewell & Giuliani LLP		
Address Line 1:	711 Louisiana Street, Suite 2300		
Address Line 4:	Houston, TEXAS 77002		
ATTORNEY DOCKET NUMBER:	088599.000078		
NAME OF SUBMITTER:	Kimberly Wattner		
Signature:	/Michael F. Hay/		
Date:	04/25/2012		
Total Attachments: 3 source=Patent and Trademark Release (Regions) Executed#page1.tif source=Patent and Trademark Release (Regions) Executed#page2.tif source=Patent and Trademark Release (Regions) Executed#page3.tif			

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of April 10, 2012 ("Release"), is made by Regions Bank, as Administrative Agent and Collateral Agent (the "Agent") in favor of Heckmann Water Resources Corporation (the "Grantor").

WHEREAS, pursuant to that certain Pledge and Security Agreement dated as of September 7, 2011 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligors party thereto and the Agent, each Obligor granted to the Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Agent, for the benefit of the holders of the Secured Obligations, the Notice of Grant of Security Interest in Trademarks dated as of September 7, 2011 ("Notice"); and

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on October 26, 2011 at Reel 4648 Frame 0513.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Agent, on behalf of the holders of the Secured Obligations, and Grantor (the "parties") agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

SECTION 2. Termination and Release. Agent, on behalf of the holders of the Secured Obligations, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement; and

(b) authorizes the recordation of this Release with the USPTO.

IN WITNESS WHEREOF, the Agent, on behalf of the holders of the Secured Obligations, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Agent:

Regions Bank, as Administrative Agent
and Collateral Agent

By: *Jorge E. Gomis*
Name: Jorge E. Gomis
Title: Senior Vice President

Schedule A

**Heckmann Water Resources Corporation
(Texas Corporation)**

U.S. Trademark

Pending Application

Mark	Application No.	Filing Date
HWR HECKMANN WATER RESOURCES	85295027	04/14/11