

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	AMALGAMATION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BEYOND COMPLIANCE ULC		12/06/2011	ULC: CANADA
RECEIVING PARTY DATA			
Name:	P2 ENERGY SOLUTIONS ALBERTA ULC		
Street Address:	639 5th Avenue SW		
Internal Address:	Suite 1200		
City:	Calgary, Alberta		
State/Country:	CANADA		
Postal Code:	T2P 0M9		
Entity Type:	ULC: CANADA		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	3575531	ACTIONTRAK	
Registration Number:	3495453	BEYOND COMPLIANCE	
Registration Number:	3495434	BEYOND COMPLIANCE DOING THE RIGHT THING - SIMPLY	
Registration Number:	3088972	SKILLSTRAK	
Registration Number:	3214250	ASSETTRAK	
Registration Number:	3269644	CONTRAK	
Registration Number:	3047126	JOB PERFORMANCE MANAGEMENT SYSTEM	
Registration Number:	3094988	FACILITATING COMPLIANCE THROUGH TECHNOLOGY	
Registration Number:	3014272	INTEGRATED COMPLIANCE MANAGEMENT SYSTEM	
Registration Number:	3031766	COMPLIANCEWHERE	
Registration Number:	3058801	CORRECTIVE ACTION REGISTER	
CORRESPONDENCE DATA			
Fax Number:	2124464900		

900238880

TRADEMARK
 REEL: 004902 FRAME: 0172

CH \$290.00 3575531

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: susan.zablocki@kirkland.com
Correspondent Name: Susan Zablocki
Address Line 1: Kirkland & Ellis LLP
Address Line 2: 601 Lexington Avenue
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	38123-92
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DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Susan Zablocki
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Signature:	/susan zablocki/
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Date:	11/15/2012
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Total Attachments: 8
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CORPORATE ACCESS NUMBER: 2016452241

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

CERTIFICATE OF AMALGAMATION

P2 ENERGY SOLUTIONS ALBERTA ULC
IS THE RESULT OF AN AMALGAMATION FILED ON 2011/12/06.



**TRADEMARK
REEL: 004902 FRAME: 0174**

Certified Copy

Articles of Amalgamation For P2 ENERGY SOLUTIONS ALBERTA ULC

Share Structure:	SEE SCHEDULE "A" ATTACHED
Share Transfers Restrictions:	NO SHARES OF THE CORPORATION SHALL BE TRANSFERRED WITHOUT THE APPROVAL OF THE BOARD OF DIRECTORS
Number of Directors:	
Min Number of Directors:	1
Max Number of Directors:	11
Business Restricted To:	NONE
Business Restricted From:	NONE
Other Provisions:	SEE SCHEDULE "B" ATTACHED

Registration Authorized By: BRET BOLIN
OFFICER

SCHEDULE "A"

Attached to and forming part of the Articles
of Amalgamation
of
P2 ENERGY SOLUTIONS ALBERTA ULC

THE CLASSES OF SHARES AND ANY MAXIMUM NUMBER OF SHARES
THAT THE CORPORATION IS AUTHORIZED TO ISSUE ARE:

1. An unlimited number of Class "A" Common voting shares, the holders of which are entitled:

(a) to receive notice of and to attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote;

(b) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled to declare dividends on the Class "B" Common voting shares, the Class "C" Common non-voting shares and the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Class "A" Common voting shares of the Corporation;

(c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation; and

(d) to the rights, privileges and restrictions normally attached to common shares;

2. An unlimited number of Class "B" Common voting shares, the holders of which are entitled:

(a) to receive notice of and to attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote;

(b) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled to declare dividends on the Class "A" Common voting shares, the Class "C" Common non-voting shares and the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Class "B" Common voting shares of the Corporation;

(c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation; and

(d) to the rights, privileges and restrictions normally attached to common shares;

3. An unlimited number of Class "C" Common non-voting shares, the holders of which are entitled:

(a) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled

to declare dividends on the Class "A" Common voting shares, the Class "B" Common voting shares and the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Class "C" Common non-voting shares of the Corporation; and

(b) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation;

4. An unlimited number of Preferred shares, which as a class, have attached thereto the following rights, privileges, restrictions and conditions:

(a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred shares including, without limiting the generality of the foregoing, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or other provisions;

(b) the Preferred shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the voting and non-voting Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. The Preferred shares of any series may also be given such other preferences, not inconsistent with these Articles, over the Common shares and any other such Preferred shares as may be fixed in accordance with clause (4)(a); and

(c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preferred shares are not paid in full, all series of Preferred shares shall participate ratably in respect of accumulated dividends and return of capital.

SCHEDULE "B"
Attached to and forming part of the Articles
of Amalgamation
of
P2 ENERGY SOLUTIONS ALBERTA ULC

OTHER RULES OR PROVISIONS

1. The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at the expiration of the last annual meeting of the Corporation.

2. The liability of each of the shareholders of the unlimited liability corporation for any liability, act or default of the unlimited liability corporation is unlimited in extent and joint and several in nature.

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Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2011/12/06

Corporate Access Number: 2016452241

Service Request Number: 17250844

Alberta Corporation Type: Named Alberta Corporation

Legal Entity Name: P2 ENERGY SOLUTIONS ALBERTA ULC

French Equivalent Name:

Nuans Number:

Nuans Date:

French Nuans Number:

French Nuans Date:

REGISTERED ADDRESS

Street: 1900, 520 - 3RD AVENUE SW

Legal Description:

City: CALGARY

Province: ALBERTA

Postal Code: T2P 0R3

RECORDS ADDRESS

Street: 1900, 520 - 3RD AVENUE SW

Legal Description:

City: CALGARY

Province: ALBERTA

Postal Code: T2P 0R3

ADDRESS FOR SERVICE BY MAIL

Post Office Box:

City:

Province:

Postal Code:

Internet Mail ID:

Share Structure: SEE SCHEDULE "A" ATTACHED

Share Transfers NO SHARES OF THE CORPORATION SHALL BE TRANSFERRED WITHOUT

TRADEMARK
REEL: 004902 FRAME: 0179

Restrictions: THE APPROVAL OF THE BOARD OF DIRECTORS

Number of Directors:

Min Number Of Directors: 1

Max Number Of Directors: 11

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SEE SCHEDULE "B" ATTACHED

Professional Endorsement

Provided:

Future Dating Required:

Registration Date: 2011/12/06

Director

Last Name: BOLIN

First Name: BRET

Middle Name:

Street/Box Number: 1670 BROADWAY, SUITE 2900

City: DENVER

Province: COLORADO

Postal Code: 80202

Country:

Resident Canadian:

Named On Stat Dec: Y

Last Name: GOODMAN

First Name: CHARLES

Middle Name:

Street/Box Number: 1670 BROADWAY, SUITE 2900

City: DENVER

Province: COLORADO

Postal Code: 80202

Country:

Resident Canadian:

Named On Stat Dec:

Last Name: MACDONALD

First Name: BRUCE

Middle Name:

Street/Box Number: SUITE 2100, 639 - 5TH AVENUE SW

City: CALGARY

Province: ALBERTA
Postal Code: T2P 0M9
Country:
Resident Canadian: Y
Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
2014611228	P2 ENERGY SOLUTIONS ALBERTA ULC
2016452233	BEYOND COMPLIANCE ULC

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2011/12/06
Statutory Declaration	10000507102675922	2011/12/06
Other Rules or Provisions	ELECTRONIC	2011/12/06

Registration Authorized By: BRET BOLIN
OFFICER