

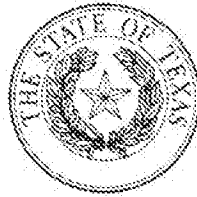
TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NCS Energy Services, Inc.		12/21/2012	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	NCS Energy Services, LLC		
Street Address:	13911 West Third Street		
City:	Santa Fe		
State/Country:	TEXAS		
Postal Code:	77517		
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4266971	LEAVE NOTHING BEHIND	
Registration Number:	4040166	MONGOOSE FRAC	
Serial Number:	85489636	MULTISTAGE UNLIMITED	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	800-927-9801 x 62348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	551377		
NAME OF SUBMITTER:	Jean Paterson		

CH \$90.00 4266971

Signature:	/jep/
Date:	03/05/2013
Total Attachments: 10 source=2-28-13 NCS Energy Services Inc-TM#page1.tif source=2-28-13 NCS Energy Services Inc-TM#page2.tif source=2-28-13 NCS Energy Services Inc-TM#page3.tif source=2-28-13 NCS Energy Services Inc-TM#page4.tif source=2-28-13 NCS Energy Services Inc-TM#page5.tif source=2-28-13 NCS Energy Services Inc-TM#page6.tif source=2-28-13 NCS Energy Services Inc-TM#page7.tif source=2-28-13 NCS Energy Services Inc-TM#page8.tif source=2-28-13 NCS Energy Services Inc-TM#page9.tif source=2-28-13 NCS Energy Services Inc-TM#page10.tif	



Office of the Secretary of State

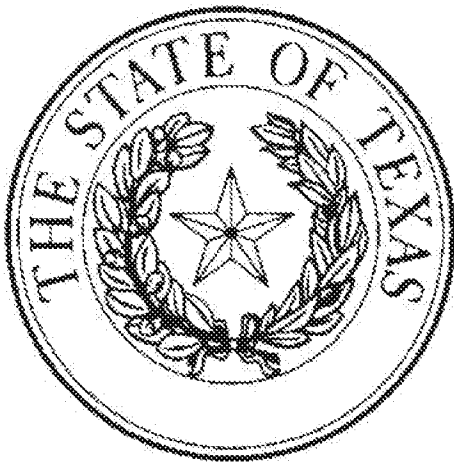
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

NCS Energy Services, LLC
Filing Number: 801707038

Certificate of Conversion

December 21, 2012

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 12, 2013.



A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State

Form 632
(Revised 05/11)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5700

Filing Fee: See instructions



This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

DEC 21 2012
Corporations Section

Certificate of Conversion
of a
Corporation Converting
to a
Limited Liability Company

Converting Entity Information

The name of the converting corporation is:
NCS Energy Services, Inc.

The jurisdiction of formation of the corporation is: Texas

The date of formation of the corporation is: December 31, 2007

The file number, if any, issued to the corporation by the secretary of state, is: 800909795

Plan of Conversion—Alternative Statements

The corporation named above is converting to a limited liability company. The name of the limited liability company is:

NCS Energy Services, LLC

The limited liability company will be formed under the laws of: Texas

The plan of conversion is attached.

If the plan of conversion is not attached, the following statements must be completed.

Instead of attaching the plan of conversion, the corporation certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is:

Street or Mailing Address _____ City _____ State _____ Country _____ Zip Code _____

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

Street or Mailing Address _____ City _____ State _____ Country _____ Zip Code _____

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

Form 632

RECEIVED

DEC 21 2012

Secretary of State

TRADEMARK
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Certificate of Formation for the Converted Entity

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (select either A, B, or C)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

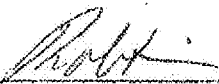
Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.

In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: December 21, 2012



Robert Nipper, President and Treasurer

Signature and title of authorized person on behalf of the converting entity

**PLAN OF CONVERSION
OF
NCS Energy Services, Inc.
(a Texas corporation)
INTO
NCS Energy Services, LLC
(a Texas limited liability company)**

Adopted on December 21, 2012

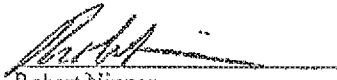
Pursuant to the provisions of Section 10.101 and Section 10.103 of the Texas Business Organizations Code, NCS Energy Services, Inc., a Texas corporation (the "Corporation"), hereby adopts the following Plan of Conversion:

1. The name of the converting entity is "NCS Energy Services, Inc.", a Texas corporation, and the name of the converted entity is "NCS Energy Services, LLC", a Texas limited liability company (the "Company").
2. The Corporation is continuing its existence in the organizational form of a Texas limited liability company.
3. The Company is to be a limited liability company under the laws of the State of Texas.
4. All issued and outstanding shares of common stock in the Corporation shall be exchanged for a 100% membership interest in the Company.
5. The conversion shall become effective upon acceptance and filing of a Certificate of Conversion with the Secretary of State of the State of Texas.
6. The Company will be responsible for the payment of all fees and franchise taxes and will be obligated to pay such fees and taxes if they are not timely paid.
7. Attached as Exhibit A to this Plan of Conversion is the Texas Certificate of Formation of the Company.
8. The Plan of Conversion has been approved as required by the laws of the Corporation's jurisdiction of formation and governing document.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion as of the date first written above.

NCS Energy Services, Inc.

By: 
Name: Robert Nipper
Title: President and Treasurer

SIGNATURE PAGE TO PLAN OF CONVERSION

TRADEMARK
REEL: 004974 FRAME: 0805

EXHIBIT A
CERTIFICATE OF FORMATION

See attached.

US_ACTIVE:1441600675011623,0200

TRADEMARK
REEL: 004974 FRAME: 0806

FILED
In the Office of the
Secretary of State of Texas

DEC 21 2012

Corporations Section

**CERTIFICATE OF FORMATION
OF
NCS ENERGY SERVICES, LLC**

The undersigned, acting as the sole organizer of a limited liability company under the Texas Business Organizations Code (the "Code"), does hereby adopt the following Certificate of Formation for NCS Energy Services, LLC (the "Company"):

ARTICLE ONE

The name of the Company is NCS Energy Services, LLC

ARTICLE TWO

The period of duration of the Company is perpetual.

ARTICLE THREE

The purpose for which the Company is formed is for the transaction of any and all lawful business for which a limited liability company may be organized under the Code.

ARTICLE FOUR

The street address of the initial registered office of the Company is 701 Brazos Street, Suite 1050, Austin, TX 78701, and the name of the initial registered agent of the Company at that address is CSC-Lawyers Incorporating Service Company.

ARTICLE FIVE

The Company is being formed under a plan of conversion.

ARTICLE SIX

The name, address, date of formation, prior form of organization and the jurisdiction of formation of the converting entity are:

<u>Name and Address</u>	<u>Date of Formation</u>	<u>Prior Form of Organization</u>	<u>Jurisdiction of Formation</u>
NCS Energy Services, Inc. 13911 West Third Street Sante Fe, TX 77517	December 31, 2007	Corporation	Texas

ARTICLE SEVEN

The Company will not have managers. The name and address of the sole member is as follows:

Name

Address

Pioneer New Merger Sub,
LLC

13911 West Third Street
Sante Fe, TX 77517

ARTICLE EIGHT

The name and address of the organizer is as follows:

Name

Address

Charlotte Mayes

c/o Weil, Gotshal & Manges LLP
200 Crescent Court, Suite 300
Dallas, TX 75201

[SIGNATURE PAGE FOLLOWS]

The undersigned signs this Certificate of Formation subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: December 21, 2012.

SOLE ORGANIZER:

/s/ Charlotte Mayes
Charlotte Mayes

[SIGNATURE PAGE TO CERTIFICATE OF FORMATION]