



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

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

11-27-12

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.

<p>1. Name of conveying party(ies): Wells Fargo Bank. National Association</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation- State: _____ <input checked="" type="checkbox"/> Other <u>National Association</u></p> <p>Citizenship (see guidelines) _____</p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Additional names, addresses, or citizenship attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Name: <u>Southcross Energy LLC</u> Internal Address: _____ Street Address: <u>1700 Pacific Avenue, Suite 2900</u> City: <u>Dallas</u> State: <u>Texas</u> Country: <u>USA</u> Zip: <u>75201</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input checked="" type="checkbox"/> Other <u>LLC</u> Citizenship <u>Delaware</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance /Execution Date(s) : Execution Date(s) <u>November 7, 2012</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Release</u></p>	

<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) <u>76/699,231</u> <u>76/699,299</u></p> <p>B. Trademark Registration No.(s)</p> <p>Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
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C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Shannon Bertino</u> Internal Address: _____ Street Address: <u>c/o Vignon & Elkins L.L.P.</u> <u>2001 Ross Avenue, Suite 3700</u> City: <u>Dallas</u> State: <u>Texas</u> Zip: <u>75201</u> Phone Number: <u>800-833-1592 ext. 7324</u> Fax Number: <u>214-220-7716</u> Email Address: <u>shertino@velaw.com</u></p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) <u>\$65.00</u> <i>fee pd</i></p> <p><input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Enclosed</p> <p>8. Payment Information: Deposit Account Number _____ Authorized User Name _____</p>
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<p>9. Signature: <u>Shannon Bertino</u> Signature</p> <p><u>Shannon Bertino</u> Name of Person Signing</p>	<p>November 12, 2012 Date</p> <p>Total number of pages including cover sheet, attachments, and document: 4</p>
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Documents to be recorded (including cover sheet) should be faxed to (671) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "Release"), dated as of November 7, 2012, is made by **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as administrative agent (the "Administrative Agent"), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, Southcross Energy LLC, a Delaware limited liability company (the "Grantor"), and the Administrative Agent entered into that certain Amended and Restated Credit Agreement, dated as of June 10, 2011 (as amended prior to the date hereof, the "Credit Agreement") among the Grantor, the Administrative Agent, the various financial institutions time to time party thereto as Lenders thereunder, BBVA Compass and SunTrust Bank, as co-syndication agents, and Citibank, N.A. and U.S. Bank National Association, as co-documentation agents; and

WHEREAS, in connection with the Credit Agreement, and pursuant to that certain agreement listed on Annex I attached hereto (the "Trademark Agreement"), Grantor granted security interests in certain intellectual property owned by the Grantor listed on Annex I attached hereto (collectively, the "Trademark Collateral"); and

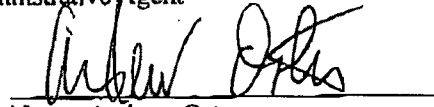
WHEREAS, the Trademark Agreement was recorded in the U.S. Patent and Trademark Office on the dates and on the reels and frames set forth on Annex I hereto;

NOW THEREFORE, the Administrative Agent hereby terminates, releases, and discharges without representation, recourse or warranty whatsoever, all of its lien on, and security interest in and to, all of the right, title and interest to and under the Trademark Collateral, whether granted pursuant to the Trademark Agreement or any other agreement or document delivered in connection with the Credit Agreement, and the Administrative Agent hereby reassigns any and all such right, title and interest (if any) that the Administrative Agent may have in the Trademark Collateral to the Grantor.

IN WITNESS WHEREOF, the Administrative Agent has executed this Release as of the date first above written.

**WELLS FARGO BANK, NATIONAL
ASSOCIATION,**
as Administrative Agent

By:




Name: Andrew Ostrov
Title: Director

ANNEX I

The Trademark Security Agreement, dated as of June 10, 2011, by Southcross Energy LLC, in favor of Wells Fargo Bank, National Association, as Administrative Agent, was recorded with the U.S. Patent and Trademark Office on June 17, 2011 at Reel/Frame No. 004573/0439.

1. Owned Registered Marks and Applications:

Name of Grantor	Mark	U.S. Application Serial No.	Application Filing Date
Southcross Energy LLC	SOUTHCROSS ENERGY	76/699,231	August 31, 2009
Southcross Energy LLC		76/699,299	July 22, 2010

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