

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM523625

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	01/01/2019		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
HTI-Services, LLC		12/10/2018	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Hydrocarbon Technology & Innovation, LLC		
<b>Street Address:</b>	1501 New York Avenue		
<b>City:</b>	Lawrenceville		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08648		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3513091	HCAT	
<b>Registration Number:</b>	5212405	HTI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2483808968		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2483809300		
<b>Email:</b>	sderegnacourt@quinniplaw.com		
<b>Correspondent Name:</b>	Staci R. DeRegnaucourt		
<b>Address Line 1:</b>	21500 Haggerty Road		
<b>Address Line 2:</b>	Suite 300		
<b>Address Line 4:</b>	Northville, MICHIGAN 48167		
<b>NAME OF SUBMITTER:</b>	Staci R. DeRegnaucourt		
<b>SIGNATURE:</b>	/Staci R. DeRegnaucourt/		
<b>DATE SIGNED:</b>	05/15/2019		
<b>Total Attachments: 7</b>			
source=scan_20190515_110015_US assignment document#page1.tif			
source=scan_20190515_110015_US assignment document#page2.tif			

CH \$65.00 3513091

source=scan\_20190515\_110015\_US assignment document#page3.tif  
source=scan\_20190515\_110015\_US assignment document#page4.tif  
source=scan\_20190515\_110015\_US assignment document#page9.tif  
source=scan\_20190515\_110015\_US assignment document#page10.tif  
source=scan\_20190515\_110015\_US assignment document#page11.tif

**CONFIRMATORY DEED OF MERGER**

**HYDROCARBON TECHNOLOGY & INNOVATION, LLC**, formerly named HEADWATERS HEAVY OIL, LLC, a limited liability company having a principle place of business at 1501 New York Avenue, Lawrenceville New Jersey 08648,

Represented by Eric CAPRANI, acting as CEO

Hereinafter referred to as "HYDROCARBON TECHNOLOGY & INNOVATION"

**WHEREAS:**

HEADWATERS TECHNOLOGY INNOVATION GROUP, INC., formerly a corporation of the State of Utah, having a principal place of business at 10701 South River Front Parkway, Suite 300, South Jordan, Utah 84095, is the recorded owner of the trademarks listed in Appendix 1 attached hereto (collectively referred hereinafter as the "Subject Trademarks").

On October 27, 2017, the name of HEADWATERS TECHNOLOGY INNOVATION GROUP, INC. was changed to HTI-SERVICES, INC., a corporation of the State of Utah, with a principle place of business at 1501 New York Avenue, Lawrenceville New Jersey 08648, as evidenced by the document attached hereto as Appendix 2, such that HTI-SERVICES, INC. became and is now the successor-in-interest to HEADWATERS TECHNOLOGY INNOVATION GROUP, INC. and therefore became the owner of the Subject Trademarks.

On January 16, 2018, HTI-SERVICES, INC. converted from a Utah corporation to a Delaware limited liability company and changed its name from "HTI-SERVICES, INC." to "HTI-SERVICES, LLC", as evidenced by the document attached hereto as Appendix 3.

On January 1, 2019, HTI-SERVICES, LLC, merged with and into HYDROCARBON TECHNOLOGY & INNOVATION, under the name HYDROCARBON TECHNOLOGY & INNOVATION, LLC ("Merger"), as evidenced by the document attached hereto as Appendix 4.

This Merger resulted in the transfer of the Subject Trademarks owned by HTI SERVICES, LLC to HYDROCARBON TECHNOLOGY & INNOVATION.

**IT IS HEREBY CONFIRMED THAT:**

HYDROCARBON TECHNOLOGY & INNOVATION hereby declares that the Merger resulted in the transfer of ownership of all rights, title and interests in and to the Subject Trademarks to HYDROCARBON TECHNOLOGY & INNOVATION.

HYDROCARBON TECHNOLOGY & INNOVATION also declares that the transfer of the Subject Trademarks has been consented and accepted under the conditions fixed by agreement between HTI-SERVICES, LLC and HYDROCARBON TECHNOLOGY & INNOVATION, notably in exchange for good and valuable consideration.

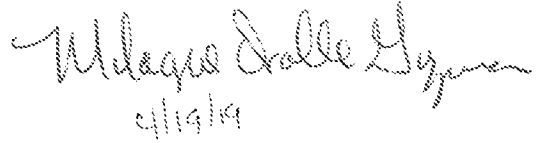
Full powers are granted to the bearer of a copy of the present deed to proceed with the recording of the Merger and related change of company name before the relevant Trademark Offices.

Executed in Lawrenceville, New Jersey, County of Mercer, and dated April 19, 2019 in 1 originals.

Eric CAPRANI  
CEO of HYDROCARBON  
TECHNOLOGY & INNOVATION, LLC



Notary Public, State Of NJ  
Milagros Ovelle Guzman  
My Commission Expires 2-11-22



4/19/19

STATE OF NEW JERSEY

COUNTY OF MERCER

On this 19 day of April, 2019, before me personally appeared Eric Caprani, known to me to be the person described and who signed the foregoing confirmatory deed of merger in my presence and acknowledged under oath before me that he has read the same and knows the contents thereof and that he executed the same as his free act and deed and for the purposes set forth therein.

## APPENDIX 1: The Subject Trademarks

Trademark name	Registration number	Country	Classes	Application date	Registration date
HCAT	829477020	BRAZIL	1	Nov 14, 2007	Dec 22, 2009
HCAT	829477012	BRAZIL	42	Nov 14, 2007	Feb 05, 2013
HCAT	TMA 711 220	CANADA	1, 42	May 10, 2007	Apr 08, 2008
HCAT	6 048 879	CHINA	1	May 14, 2007	Jan 28, 2010
HCAT	6 081 248	CHINA	42	May 31, 2007	May 14, 2010
HCAT	005 794 193	EM	1, 42	Mar 28, 2007	Oct 25, 2011
HCAT	300 869 068	HONG KONG	1, 42	May 11, 2007	Oct 17, 2007
HCAT	1 620 251	INDIA	1, 42	Nov 12, 2007	Dec 11, 2007
HCAT	5 104 629	JAPAN	1, 42	May 11, 2007	Jan 11, 2008
HCAT	450 024 128	SOUTH KOREA	1, 42	May 14, 2007	Aug 05, 2008
HCAT	97 671	KUWEIT	1	Nov 11, 2007	Mar 25, 2012
HCAT	96 344	KUWEIT	42	Nov 11, 2007	Jan 16, 2012
HCAT	1 010 068	MEXICO	1	May 11, 2007	Oct 31, 2007
HCAT	1 010 067	MEXICO	42	May 11, 2007	Oct 31, 2007
HCAT	1 816 373	MEXICO	1	Dec 14, 2016	Oct 30, 2017
HCAT	1 816 374	MEXICO	42	Dec 14, 2016	Oct 30, 2017
HCAT	361 872	RUSSIA	1, 42	May 24, 2007	May 24, 2007
HCAT	1007/91	Saudi Arabia	1	Nov 13, 2007	Jan 14, 2009
HCAT	1036/32	Saudi Arabia	42	Nov 13, 2007	Aug 29, 2008
HCAT	3 513 091	United States Of America	1	Nov 13, 2006	Oct 07, 2008
HCAT	01 322 912	TAIWAN		Nov 13, 2007	Aug 16, 2008
HCAT	01 331 785	TAIWAN		Nov 13, 2007	Oct 01, 2008
HCAT	P293791	VENEZUELA	1	May 14, 2007	May 06, 2009

Trademark name	Registration number	Country	Classes	Application date	Registration date
HCAT	S041640	VENEZUELA	42	May 14, 2007	May 06, 2009
HCAT	P293790	VENEZUELA	1	May 14, 2007	May 06, 2009
HTI	TMA 992 575	CANADA	40, 42	Aug 08, 2016	Mar 15, 2018
HTI	19 119 443	CHINA	1	Feb 19, 2016	Jun 27, 2017
HTI	19 119 442	CHINA	42	Feb 19, 2016	Jun 6, 2017
HTI	015 730 039	EM	42	Aug 05, 2016	Dec 08, 2016
HTI	1 766 748	MEXICO	42	Aug 08, 2016	Jun 22, 2017
HTI	2016 728 806	RUSSIA	42	Aug 08, 2016	Jun 28, 2017
HTI	5 212 405	United States Of America	40, 42	Aug 05, 2016	May 30, 2017

Appendix 4: Act of merger

Delaware  
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HTI-SERVICES, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "HYDROCARBON TECHNOLOGY & INNOVATION, LLC" UNDER THE NAME OF "HYDROCARBON TECHNOLOGY & INNOVATION, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2018, AT 11:53 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2019.



*Jeffrey W. Bullock*  
Jeffrey W. Bullock, Secretary of State

6712127 8100M  
SR# 20188214436

Authentication: 204183865  
Date: 12-27-18

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**CERTIFICATE OF MERGER OF**  
**HTI-SERVICES, LLC,**  
**A DELAWARE LIMITED LIABILITY COMPANY**

**WITH AND INTO**

**HYDROCARBON TECHNOLOGY & INNOVATION, LLC**  
**A DELAWARE LIMITED LIABILITY COMPANY**

**December 18, 2018**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned does hereby certify to the following:

**FIRST:** The name of the surviving limited liability company is Hydrocarbon Technology & Innovation, LLC, a Delaware limited liability company (the "Surviving LLC") and the name of the limited liability company being merged with and into the Surviving LLC is HTI-Services, LLC, a Delaware limited liability company (together with the Surviving LLC, the "Constituent Companies").

**SECOND:** An agreement and plan of merger (the "Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Constituent Companies and their respective managers and members in accordance with Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

**THIRD:** The Surviving LLC shall be the surviving limited liability company, and the name of the surviving limited liability company shall be "Hydrocarbon Technology & Innovation, LLC."

**FOURTH:** The merger shall be effective upon January 1, 2019.

**FIFTH:** The Plan of Merger is on file at 1504 New York Avenue, Lawrenceville, New Jersey 08648, the place of business of the Surviving LLC.

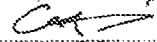
**SIXTH:** A copy of the Plan of Merger will be furnished by the Surviving LLC upon request and without cost, to any member of the Constituent Companies.

*[Signature page follows.]*



IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be signed by an authorized representative on the date first set forth above.

HYDROCARBON TECHNOLOGY &  
INNOVATION, LLC

By:   
Name: CAPRAW, ELL  
Title: CEO

*[Signature Page to the Certificate of Merger]*