

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM619068

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	12/04/2020		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Paul Musselwhite Trucking Co., LLC		12/04/2020	Limited Liability Company: TEXAS
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Gravity Oilfield Services LLC	12/04/2020	Limited Liability Company: TEXAS	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Gravity Oilfield Services LLC		
Street Address:	3300 N. A Street, Building 4, Suite 100		
City:	Midland		
State/Country:	TEXAS		
Postal Code:	79705		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3730446	INTEGRITY MUSSLEWHITE PAUL MUSSLEWHITE T	
Registration Number:	3637478	MUSSLEWHITE LOGISTICS, LTD.	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Phone:	2136207848		
Email:	iprecordations@whitecase.com		
Correspondent Name:	Justine Lu/White & Case LLP		
Address Line 1:	555 South Flower Street, 2700		
Address Line 4:	Los Angeles, CALIFORNIA 90071		
ATTORNEY DOCKET NUMBER:	1104164-0042-S216		
NAME OF SUBMITTER:	Justine Lu		
SIGNATURE:	/Justine Lu/		

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DATE SIGNED:	01/07/2021
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Total Attachments: 7
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Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Ellis Real Estate, LLC
Domestic Limited Liability Company (LLC)
[File Number: 801525954]

GAINES COUNTY SWD LLC
Domestic Limited Liability Company (LLC)
[File Number: 800997351]

GLOBE BRINE SALES, L.L.C.
Domestic Limited Liability Company (LLC)
[File Number: 800859088]

Paul Musslewhite Trucking Co., LLC
Domestic Limited Liability Company (LLC)
[File Number: 801525931]

Wichita Environmental Holdings, LLC
Domestic Limited Liability Company (LLC)
[File Number: 802065398]

Into

Gravity Oilfield Services LLC
Domestic Limited Liability Company (LLC)
[File Number: 802378694]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 12/03/2020

Effective: 12/04/2020 12:01 am

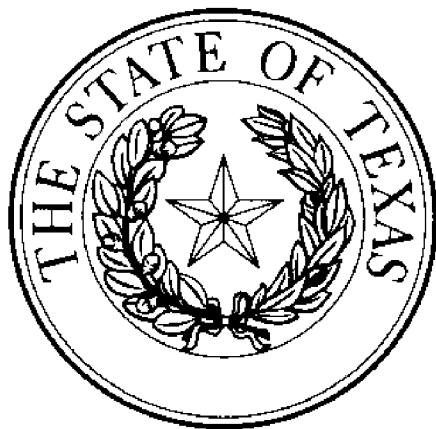
Come visit us on the internet at <https://www.sos.texas.gov/>

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Ruth R. Hughs
Secretary of State

Office of the Secretary of State



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

DEC 03 2020

Corporations Section

CERTIFICATE OF MERGER

merging

GAINES COUNTY SWD, LLC

(a Texas limited liability company),

GLOBE BRINE SALES, L.L.C.

(a Texas limited liability company),

WICHITA ENVIRONMENTAL HOLDINGS, LLC

(a Texas limited liability company),

PAUL MUSSELWHITE TRUCKING CO., LLC

(a Texas limited liability company) and

ELLIS REAL ESTATE, LLC

(a Texas limited liability company),

with and into

GRAVITY OILFIELD SERVICES LLC

(a Texas limited liability company)

December 3, 2020

Pursuant to the provisions of Chapter 10 of the Texas Business Organizations Code (the "TBOC"), the undersigned Merging Parties (as defined below) submit the following Certificate of Merger adopted for filing and hereby certify that:

1. The name, organizational form, state of organization and the Texas Secretary of State file number, if any, of each of the entities (the "Merging Parties") that is a party to the merger are as follows:

<u>Name of Entity</u>	<u>Organizational Form</u>	<u>State of Organization</u>	<u>File No.</u>
Gaines County SWD, LLC	Limited Liability Company	Texas	800997351
Globe Brine Sales, L.L.C.	Limited Liability Company	Texas	800859088
Wichita Environmental Holdings, LLC	Limited Liability Company	Texas	802065398
Paul Musselwhite Trucking Co., LLC	Limited Liability Company	Texas	801525931
Ellis Real Estate, LLC	Limited Liability Company	Texas	801525954
Gravity Oilfield Services LLC	Limited Liability Company	Texas	802378694

2. An Agreement and Plan of Merger (the "Plan of Merger") has been signed providing for the merger of Gaines County SWD, LLC, Globe Brine Sales, L.L.C., Wichita Environmental Holdings, LLC, Paul Musselwhite Trucking Co., LLC and Ellis Real Estate, LLC (the "Disappearing Companies") with and into Gravity Oilfield Services LLC (the "Company") (such merger, the "Merger") and resulting in the Company being the surviving entity in the Merger (the "Surviving Entity"). The Surviving Entity is to be governed by the laws of the State of Texas, and the Disappearing Companies shall not survive the Merger.

3. A signed copy of the Plan of Merger is on file at the principal place of business of the Surviving Entity. The principal place of business of each of the Merging Parties and of the Surviving Entity is 3300 North A Street, Building 4, Suite 100, Midland, TX 79705.

4. A copy of the Plan of Merger will be furnished upon written request without cost by the Surviving Entity to any equityholder of any of the Disappearing Companies or the Surviving Entity or, if a liability or obligation is then outstanding, to any creditor or obligee of the Merging Parties at the time of the Merger.

5. The certificate of formation of the Company as in effect immediately prior to the effective time of the merger shall be the certificate of formation of the Surviving Entity.

6. The Plan of Merger has been approved by each of the Merging Parties in accordance with the requirements of the TBOC and their respective governing documents.

7. Following the Merger, the Surviving Entity will be responsible for the payment of all fees and franchise taxes of the Surviving Entity, and the Surviving Entity will be obligated to pay such fees and taxes if they are not timely paid.

8. This Certificate of Merger shall become effective as of 12:01 a.m., Central Time, on December 4, 2020.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Merger as of the date first written above.

GAINES COUNTY SWD, LLC,
a Texas limited liability company

By: Gravity Oilfield Services LLC, its sole member

By: Gravity Oilfield Operating LLC, its sole member

By: 
Name: Robert E. Rice
Title: Chief Executive Officer

GLOBE BRINE SALES, L.L.C.,
a Texas limited liability company

By: Gravity Oilfield Services LLC, its sole member

By: Gravity Oilfield Operating LLC, its sole member

By: 
Name: Robert E. Rice
Title: Chief Executive Officer

**WICHITA ENVIRONMENTAL HOLDINGS,
LLC,**
a Texas limited liability company

By: Gravity Oilfield Services LLC, its sole member

By: Gravity Oilfield Operating LLC, its sole member

By: 
Name: Robert E. Rice
Title: Chief Executive Officer

SIGNATURE PAGE TO TEXAS CERTIFICATE OF MERGER

**TRADEMARK
REEL: 007158 FRAME: 0038**

PAUL MUSSELWHITE TRUCKING CO., LLC,
a Texas limited liability company

By: Gravity Oilfield Services LLC, its sole member

By: Gravity Oilfield Operating LLC, its sole member

By: 
Name: Robert E. Rice
Title: Chief Executive Officer

ELLIS REAL ESTATE, LLC,
a Texas limited liability company

By: Gravity Oilfield Services LLC, its sole member

By: Gravity Oilfield Operating LLC, its sole member

By: 
Name: Robert E. Rice
Title: Chief Executive Officer

GRAVITY OILFIELD SERVICES LLC,
a Texas limited liability company


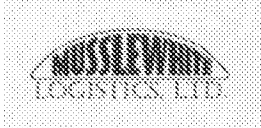
By: Gravity Oilfield Operating LLC, its sole member

By: 
Name: Robert E. Rice
Title: Chief Executive Officer

SIGNATURE PAGE TO TEXAS CERTIFICATE OF MERGER

TRADEMARK
REEL: 007158 FRAME: 0039

TRADEMARKS

OWNER	MARK	REGISTRATION NUMBER
Gravity Oilfield Services LLC (as successor in interest to Paul Musslewhite Trucking Co., LLC)	<p data-bbox="532 363 1032 464">INTEGRITY MUSSLEWHITE PAUL MUSSLEWHITE TRUCKING CO. TRUCKING RELIABILITY</p> 	3730446
Gravity Oilfield Services LLC (as successor in interest to Paul Musslewhite Trucking Co., LLC)	<p data-bbox="537 747 1024 779">MUSSLEWHITE LOGISTICS, LTD.</p> 	3637478

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