

FORM PTO-1094 (Modified) (Rev. 6-93) OMB No. 0861-0011 (exp. 4/94) Copyright 1994-97 LegalStar TM05/REV03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS ONLY

92,772

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Rust Industrial Services Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Onyx Industrial Services Holdings, Inc.
Internal Address: _____
Street Address: 1980 N. Hwy. 146
City: La Porte State: TX ZIP: 77571

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 9, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

Additional numbers

B. Trademark Registration No.(s)

1,837,467

Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David M. Frischkorn
Internal Address: _____
McDonnell Boehnen Hulbert & Berghoff
Street Address: 300 South Wacker Drive
City: Chicago State: IL ZIP: 60606

6. Total number of applications and registrations involved: 1

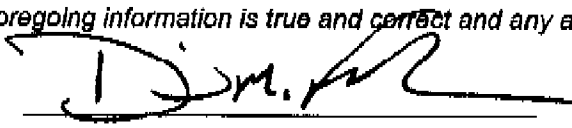
7. Total fee (37 CFR 3.41):.....\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
13-2490

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David M. Frischkorn  March 21, 2000
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RUST INDUSTRIAL SERVICES INC.", CHANGING ITS NAME FROM "RUST INDUSTRIAL SERVICES INC." TO "ONYX INDUSTRIAL SERVICES, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JULY, A.D. 1999, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

2320087 8100

991281391

AUTHENTICATION: 9856596

DATE: 07-09-99

TRADEMARK
REEL: 002012 FRAME: 0933

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
RUST INDUSTRIAL SERVICES INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Rust Industrial Services Inc.
2. The certificate of incorporation of the Corporation is hereby amended by striking out Article First thereof and by substituting in lieu of said Article the following new Article:

"ARTICLE FIRST: The name of the corporation is Onyx Industrial Services, Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on June 30, 1999.


Name: Donald R. Chappel
Title: President

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ONYX INDUSTRIAL SERVICES, INC.", CHANGING ITS NAME FROM "ONYX INDUSTRIAL SERVICES, INC." TO "ONYX INDUSTRIAL SERVICES HOLDINGS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF AUGUST, A.D. 1999, AT 1 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

2320087 8100

991363613

AUTHENTICATION: 9948085
DATE: 08-31-99

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

ONYX INDUSTRIAL SERVICES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation at a meeting held on August 3, 1999 pursuant to due notice and call at which a quorum was present, duly adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that it is deemed advisable by the Board of Directors of the Corporation that Article First of the Certificate of Incorporation of Onyx Industrial Services, Inc., be amended to read, in its entirety, as follows:

"FIRST: the name of the corporation is Onyx Industrial Services Holdings, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, SAID Onyx Industrial Services, Inc. has caused this certificate to be signed by Randall C. Lawson II, its Vice President, and Tira Schulz, its Assistant Secretary, this 3rd day of August, 1999.

ONYX INDUSTRIAL SERVICES, INC.



Randall C. Lawson II, Vice President

ATTEST:



Tira Schulz, Assistant Secretary