

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AmeriGas Propane, Inc.		03/16/2006	CORPORATION: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CleanFuel USA, Inc.		
<b>Street Address:</b>	140 Market Street		
<b>City:</b>	Georgetown		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78626		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2830928	CLEANFUEL USA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(713)236-0822		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	7132205800		
<b>Email:</b>	jtang@akingump.com		
<b>Correspondent Name:</b>	John A. Tang		
<b>Address Line 1:</b>	1111 Louisiana Street		
<b>Address Line 2:</b>	44th Floor		
<b>Address Line 4:</b>	Houston, TEXAS 77002		
<b>ATTORNEY DOCKET NUMBER:</b>	683249.1		
<b>NAME OF SUBMITTER:</b>	John A. Tang		
<b>Signature:</b>	/John A. Tang/		
<b>Date:</b>	03/21/2006		

**CH \$40.00 2830928**

Total Attachments: 3

source=Assignment Agreement#page1.tif

source=Assignment Agreement#page2.tif

source=Assignment Agreement#page3.tif

## ASSIGNMENT AGREEMENT

WHEREAS, AmeriGas Propane, Inc., a Pennsylvania corporation, whose address is 460 North Gulph Road, King of Prussia, PA 19406 (hereinafter referred to as "**Assignor**"); and

WHEREAS, Assignor owns the registered trademark "CleanFuel USA" pursuant to Reg. No. 2,830,928 on the Supplemental Register of the United States Patent and Trademark Office (the "**CF Mark**"); and

WHEREAS, CleanFuel USA, Inc., a Delaware corporation, whose address is 140 Market Street, Georgetown, Texas 78626 (hereinafter referred to as "**Assignee**"), is desirous of acquiring the CF Mark, together with the goodwill of the business symbolized by the CF Mark, and any and all registrations and applications for registration of the CF Mark; and

WHEREAS, Assignor desires to assign to Assignee, and Assignee desires to accept from Assignor the assignment of, the CF Mark;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, conveys, and assigns unto said Assignee the entire right, title, and interest of Assignor in and to the CF Mark; all registrations and applications for registration of the CF Mark owned by Assignor, and the goodwill of the business in connection with which the CF Mark is used and which is symbolized by the CF Mark, and the right to recover for any infringement of the CF Mark prior to this Assignment.

ASSIGNOR HEREBY covenants and represents that Assignor has not executed, and will not execute, any agreement in conflict herewith.

[Signature page to follow]

**ASSIGNOR:**

AmeriGas Propane, Inc.

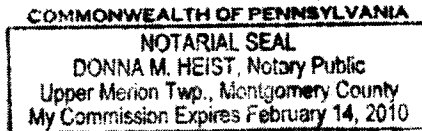
By: Carey M. Monaghan  
Name: CAREY M. MONAGHAN  
Title: UDS+LOS MANAGER

State of Pennsylvania  
County of Montgomery

I, Donna M. Heist, a Notary Public in and for said County, in the State aforesaid, do hereby certify, that Carey M. Monaghan, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, executed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth being duly authorized to do so. Subscribed and duly sworn to before me, this 16<sup>th</sup> day of March, 2006.

Donna M. Heist  
Notary Public in and for the State of PA

My commission expires:  
February 14, 2010



**ASSIGNEE:**

CleanFuel USA, Inc.

By: \_\_\_\_\_  
Name:  
Title:

State of \_\_\_\_\_  
County of \_\_\_\_\_

I, \_\_\_\_\_, a Notary Public in and for said County, in the State aforesaid, do hereby certify, that \_\_\_\_\_, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, executed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth being duly authorized to do so. Subscribed and duly sworn to before me, this \_\_\_\_ day of \_\_\_\_\_, 2005.

\_\_\_\_\_  
Notary Public in and for the State of \_\_\_\_\_

My commission expires:  
\_\_\_\_\_

**ASSIGNOR:**

AmeriGas Propane, Inc.

By: \_\_\_\_\_

Name:

Title:

State of \_\_\_\_\_

County of \_\_\_\_\_

I, \_\_\_\_\_, a Notary Public in and for said County, in the State aforesaid, do hereby certify, that \_\_\_\_\_, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, executed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth being duly authorized to do so. Subscribed and duly sworn to before me, this \_\_\_\_\_ day of \_\_\_\_\_, 2006.

\_\_\_\_\_  
Notary Public in and for the State of \_\_\_\_\_

My commission expires:

\_\_\_\_\_

**ASSIGNEE:**

CleanFuel USA, Inc.

By: Curtis J. Donaldson

Name: Curtis J. Donaldson

Title: President & COO

State of Texas

County of Williamson

I, Karen Jo Fuesel, a Notary Public in and for said County, in the State aforesaid, do hereby certify, that Curtis J. Donaldson, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, executed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth being duly authorized to do so. Subscribed and duly sworn to before me, this 10th day of March, 2006.

Karen Jo Fuesel  
Notary Public in and for the State of Texas

My commission expires:

November 10, 2007

