

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/18/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Summit Energy Services, Inc.		08/12/2004	CORPORATION: KENTUCKY

RECEIVING PARTY DATA

Name:	Summit Energy Services, Inc.
Street Address:	10350 Ormsby Park Place, Suite 400
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40223
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2963226	SUMMIT ENERGY
Registration Number:	2467742	SUMMIT SECUREONLINE
Registration Number:	2374427	SUMMIT ENERGY SERVICES, INC.

CORRESPONDENCE DATA

Fax Number: (202)223-2085
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-861-3900
 Email: dctrademarks@dlapiper.com
 Correspondent Name: Ryan C. Compton, Esq. - DLA PIPER US LLP
 Address Line 1: 1200 Nineteenth Street, NW
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20036-2412

ATTORNEY DOCKET NUMBER:	17295-144
NAME OF SUBMITTER:	Ryan C. Compton, Esq.

OP \$90.00 2963226

Signature:

/Ryan C. Compton/

Date:

09/07/2007

Total Attachments: 5

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CERTIFICATE OF MERGER
OF
SUMMIT ENERGY SERVICES, INC.
(a Kentucky corporation)
INTO
SUMMIT ENERGY SERVICES, INC.
(a Delaware corporation)

(Under Section 252 of the Delaware
General Corporation Law)

Summit Energy Services, Inc., a Delaware corporation, hereby certifies that:

1. The name and jurisdiction of incorporation of each of the constituent corporations are:
 - A. Summit Energy Services, Inc., a Delaware corporation ("Summit DE");
 - B. Summit Energy Services, Inc., a Kentucky corporation ("Summit KY").
2. An Agreement and Plan of Merger has been duly authorized, approved, adopted, certified, executed and acknowledged by Summit DE and by Summit KY in accordance with the applicable provisions of the Delaware General Corporation Law and the Kentucky Business Corporation Act. The Agreement and Plan of Merger is attached hereto as Exhibit A.
3. Summit DE will be the surviving corporation in the merger. The name of the surviving corporation is Summit Energy Services, Inc.
4. The Certificate of Incorporation of Summit DE in effect immediately prior to the effective date of the merger shall continue to be the Certificate of Incorporation of Summit DE.
5. The executed Agreement and Plan of Merger is on file at the following office of Summit DE: Suite 400, 10350 Ormsby Park Place, Louisville, Kentucky 40223.
6. A copy of the Agreement and Plan of Merger will be furnished by Summit DE on request and without cost to any stockholder of Summit DE or any shareholder of Summit KY.
7. Summit KY has authorized capital stock of five million (5,000,000) common shares, no par value.
8. With respect to Summit KY, the designation and number of outstanding shares, the number of votes entitled to be cast by the sole voting group entitled to vote separately on the Agreement and Plan of Merger and the number of votes of the sole voting group cast for and against the Agreement and Plan of Merger are as follows:

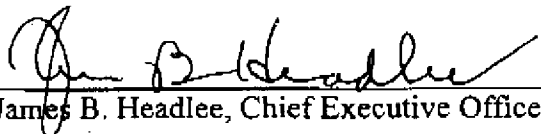
Designation and Number of Outstanding Shares	Number of Votes Entitled to be Cast by Sole Voting Group	Number of Votes Cast For the Agreement and Plan of Merger	Number of Votes Cast Against the Agreement and Plan of Merger
4,197,244 shares of common stock	4,197,244 shares of common stock	3,179,970 shares of common stock	None

With respect to Summit DE, the Agreement and Plan of Merger was approved and adopted by the Summit DE Board of Directors by Unanimous Written Consent dated as of August 2, 2004. No shares of stock of Summit DE were issued prior to the adoption by the Board of Directors of the resolution approving the Agreement and Plan of Merger.

IN WITNESS WHEREOF, Summit DE has caused this Certificate of Merger and Articles of Merger to be executed by James B. Headlee, its Chief Executive Officer as of the 12th day of August, 2004.

“Summit DE”

SUMMIT ENERGY SERVICES, INC.

By: 
James B. Headlee, Chief Executive Officer

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EXHIBIT A

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, by and between **SUMMIT ENERGY SERVICES, INC.**, a Kentucky corporation, and **SUMMIT ENERGY SERVICES, INC.**, a Delaware corporation, pursuant to Section 11-070 of the Kentucky Business Corporation Act and Section 252 of the Delaware General Corporation Law.

Section 1. Name and Jurisdiction. The name of the corporation proposing to merge is Summit Energy Services, Inc., a Kentucky corporation, which corporation is referred to hereinafter as the "Merging Corporation." The name of the corporation into which the Merging Corporation shall be merged is Summit Energy Services, Inc., a Delaware corporation, which corporation is referred to hereinafter as the "Surviving Corporation."

Section 2. Terms and Conditions. The terms and conditions of the merger are as follows:

A. Merger. The Merging Corporation shall be merged with and into the Surviving Corporation pursuant to the provisions of Section 11-070 of the Kentucky Business Corporation Act and Section 252 of the Delaware General Corporation Law. Upon the effective date of the merger, the existence of the Merging Corporation shall cease and the existence of the Surviving Corporation shall continue under the name Summit Energy Services, Inc. The Surviving Corporation shall become the owner, without other transfer, of all the rights and property of the Merging Corporation; and the Surviving Corporation shall become subject to all the debts and liabilities of the Merging Corporation in the same manner as if the Surviving Corporation had itself incurred them.

B. Bylaws. The Bylaws of the Surviving Corporation in effect immediately prior to the effective date of the merger shall continue to be the Bylaws of the Surviving Corporation following the effective date of the merger.

C. Board of Directors and Officers. The members of the Board of Directors and the Officers of the Surviving Corporation immediately prior to the effective date of the merger shall continue to be the same persons following the effective date of the merger.

D. Principal Office. The principal office of the Surviving Corporation immediately prior to the effective date of the merger shall continue to be the principal office of the Surviving Corporation following the effective date of the merger.

E. Costs and Expenses. All of the costs and expenses incurred on account of this merger shall be assumed and paid by the Surviving Corporation.

Section 3. Manner and Basis of Conversion.

A. Capital Stock. The manner and basis of converting the outstanding shares of capital stock of the Merging Corporation into shares of capital stock of the Surviving Corporation is as follows: On the effective date of the merger, each and every one (1) of the

outstanding shares of common stock of the Merging Corporation shall be converted into and exchanged for one (1) share of the Voting Common Stock and .4 share of the Nonvoting Common Stock of the Surviving Corporation; provided that no fractional shares of Nonvoting Common Stock or scrip therefor shall be issued in the merger but, instead, any fractional share of Nonvoting Common Stock which a shareholder otherwise, upon the conversion and exchange, would be entitled to receive shall be rounded up to a whole share of Nonvoting Common Stock. As soon as practicable after the effective date of the merger, each holder of an outstanding certificate or certificates theretofore representing shares of capital stock of the Merging Corporation shall surrender the same to the Surviving Corporation, and such holder shall be entitled, upon such surrender, to receive in exchange therefor a certificate representing the number of shares of Voting Common Stock and a certificate representing the number of shares of Nonvoting Common Stock of the Surviving Corporation into which the shares of capital stock of the Merging Corporation theretofore represented by the surrendered certificate or certificates shall have been converted as aforesaid.

B. Options. On the effective date of the merger, each and every outstanding option to purchase shares of capital stock of the Merging Corporation, whether or not vested or exercisable, shall, by virtue of the merger and with no action on the part of the option holder, be converted automatically into and exchanged for an option to purchase one (1) share of the Voting Common Stock and .4 share of the Nonvoting Common Stock of the Surviving Corporation, subject to and in accordance with the terms and conditions of the applicable stock option plan and agreement pursuant to which the option was issued.

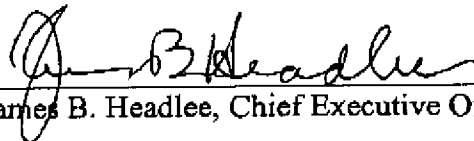
Section 4. Adoption of Agreement. This Agreement and Plan of Merger has been adopted by the Board of Directors of the Surviving Corporation pursuant to the second sentence of Section 251(f) of the Delaware General Corporation Law. No shares of stock of the Surviving Corporation were issued prior to the adoption by the Board of Directors of the resolution approving the Agreement and Plan of Merger.

[END OF TEXT]

IN WITNESS WHEREOF, the undersigned Merging Corporation, by its Chief Executive Officer, and the undersigned Surviving Corporation, by its Chief Executive Officer, have adopted, approved, certified, executed and acknowledged this Agreement and Plan of Merger as of the 12th day of August, 2004.


"Merging Corporation"

SUMMIT ENERGY SERVICES, INC.

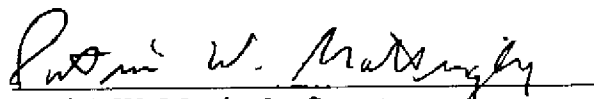
By: 
James B. Headlee, Chief Executive Officer

"Surviving Corporation"

SUMMIT ENERGY SERVICES, INC.

By: 
James B. Headlee, Chief Executive Officer

IN WITNESS WHEREOF, the undersigned Secretary of the Surviving Corporation hereby executes this Agreement and Plan of Merger as of the 12th day of August, 2004, for purposes of certifying the truth and accuracy of the information contained in Section 4 of this Agreement and Plan of Merger.


Patrick W. Mattingly, Secretary

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